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 **ÇAN2 TERMİK**
Empowering with energy...

INDEX



ÇAN2 OVERVIEW

08Independent Audit Report on the Board of Directors' Annual Report
11	.....General Information About the Company
12	..... Financial Data Highlights
14	.....Shareholding Structure
14	.....Board Of Directors and the Committees
15	.....Committees Under the Board
15	.....Management Team
16	.....Affiliated Companies
16	.....Independent Audit
16	.....Operational Status During the Period
17	.....Sector Overview
18	.....Risk Management and Internal Control Mechanism of the Company
19	.....Dividend Distribution Policy
19	.....Amendments to the Articles of Association for the Period
20	.....Personnel Information
20	.....Donations Made During the Period
20	.....Company History and Development
22	.....People and Culture Directorate

INDEX

02

CHAPTER



CORPORATE GOVERNANCE

- 26..... Corporate Governance Compliance Report
- 44..... Corporate Governance Compliance Statement
- 50..... Corporate Governance Information Form
- 56..... Independent Audit Report

03

CHAPTER



FINANCIAL STATEMENTS

- 64.....Financial Statements



01
CHAPTER

ÇAN2 OVERVIEW





INDEPENDENT AUDITOR'S REPORT RELATED TO ANNUAL REPORT OF THE BOARD OF DIRECTORS

*To the General Assembly of
Çan2 Termik A.Ş.*

1) Opinion

We have audited the annual report of Çan2 Termik A.Ş. (the "Company") and its subsidiaries (collectively referred to as the "Group") for the 1 January - 31 December 2023 period.

In our opinion, financial information contained in the annual report of the board of directors and analysis made by the Board of Directors about the Company's situation are consistent and presented fairly, in all material respects, with the audited full set consolidated financial statements and with the information obtained in the course of independent audit.

2) Basis for Opinion

Our independent audit was conducted in accordance with the Independent Standards on Auditing that are part of the Turkish Standards on Auditing (the "TSA") issued by the Public Oversight Accounting and Auditing Standards Authority ("POA"). Our responsibilities under those standards are further described in the Auditor's Responsibilities in the Audit of the Board of Directors' Annual Report section of our report. We hereby declare that we are independent of the Group in accordance with the Ethical Rules for Independent Auditors (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 give sufficient and appropriate basis for our opinion.

3) Our Audit Opinion on the Full Set Consolidated Financial Statements

We expressed an unqualified opinion in the auditor's report dated 26 March 2024 on the full set consolidated financial statements for the 1 January - 31 December 2023 period.

4) Board of Director's Responsibility for the Annual Report

Group management's responsibilities related to the annual report according to Articles 514 and 516 of Turkish Commercial Code ("TCC") No. 6102 and Capital Markets Board's ("CMB") Communiqué Serial II, No:14.1, "Principles of Financial Reporting in Capital Markets" (the "Communiqué") are as follows:

a) to prepare the annual report within the first three months following the balance sheet date and present it to the general assembly.

b) to prepare the annual report to reflect the Group's operations in that year and the financial position in a true, complete, straightforward, fair and proper manner in all respects. In this report financial position is assessed in accordance with the financial statements. Also, in the report, developments and possible risks which the Company may encounter are clearly indicated. The assessments of the Board of Directors in regard to these matters are also included in the report.

c) to include the matters below in the annual report:

- events of particular importance that occurred in the Company after the operating year,
- the Group's research and development activities
- financial benefits such as salaries, bonuses, premiums and allowances, travel, accommodation and representation expenses, benefits in cash and in kind, insurance and similar guarantees paid to members of the Board of Directors and senior management.

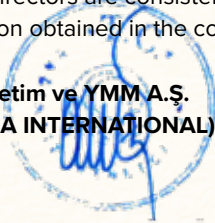
When preparing the annual report, the Board of Directors considers secondary legislation arrangements enacted by the Ministry of Customs and Trade and other relevant institutions.

5) Independent Auditor's Responsibility in the Audit of the Annual Report

Our aim is to express an opinion and issue a report comprising our opinion within the framework of Turkish Commercial Code provisions regarding whether or not the financial information and the analysis made by the Board of Directors are consistent and presented fairly with the audited consolidated financial statements of the Group and with the information we obtained in the course of independent audit.

Our audit was conducted in accordance with the International Independent Audit Standards. These standards require that ethical requirements are complied with and that the independent audit is planned and performed in a way to obtain reasonable assurance of whether or not the financial information in the annual report and the analysis made by the Board of Directors are consistent and presented fairly with the audited consolidated financial statements and with the information obtained in the course of audit.

As Bağımsız Denetim ve YMM A.Ş.
(Member of NEXIA INTERNATIONAL)



O. Tuğrul Özsüt
Partner

26.03.2024
İstanbul, Turkey





GENERAL INFORMATION ABOUT THE COMPANY

Trade Name: an2 Termik A.Ő.

Company's Registered Address: Barbaros Mah. BaŐak Cengiz Sokak Varyap Meridian Sitesi No1/D

Villa 4 Batı AtaŐehir, İstanbul

Affiliated Trade Registry Office: İstanbul Ticaret Sicili MemurluĐu

Trade Registry Number: 886148

Trade Registry Registration Date: 27.05.2003

Tax Office: KozyataĐı Vergi Dairesi

Tax Number: 2280761419

Registered Capital Ceiling: 1,262,050,000 TL

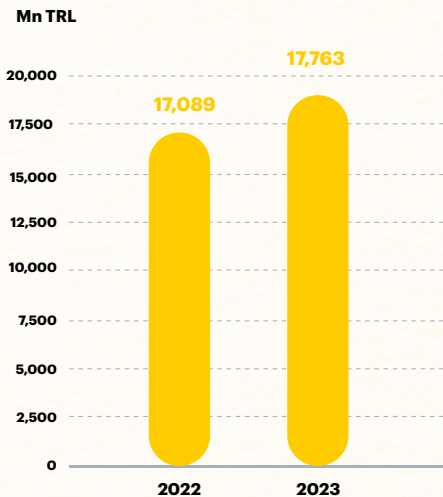
Paid-in Capital: 938,000,000 TL

FINANCIAL HIGHLIGHTS

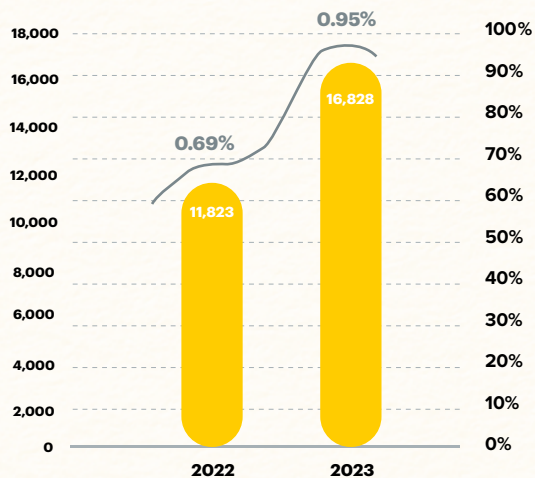
Consolidated Financial Figures (TRY Mn)	2022	2023
Net Sales	11,400	5,831
Net Profit	3,907	970
EBITDA	4,242	1,564
Cash and Cash Equivalents	345	112
Short-Term Financial Liabilities	487	19
Long-Term Financial Liabilities	3,183	2
Net Financial Debt	3,324	-90
Shareholders' Equity	11,823	16,828
Total Assets	17,089	17,763

KPIs	2022	2023
Gross Profit Margin	34%	7%
EBITDA Margin (%)	37%	27%
Net Debt / Shareholders' Equity (x)	0.28	-0.01
Net Debt / EBITDA (x)	0.8	-0.06
Equity / Total Assets (%)	0.69%	0.95%

TOTAL ASSETS

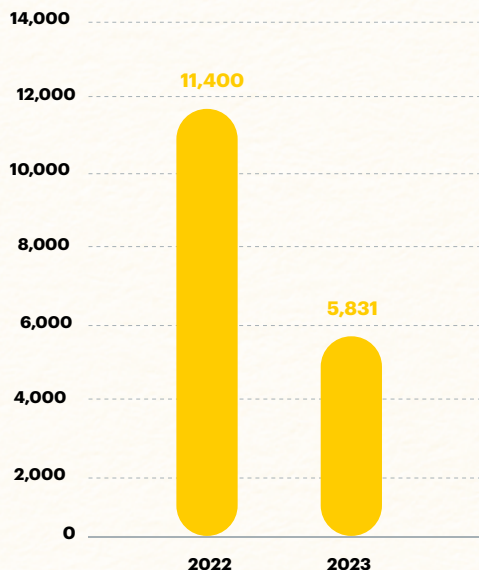


SHAREHOLDERS' EQUITY / TOTAL ASSETS (%)



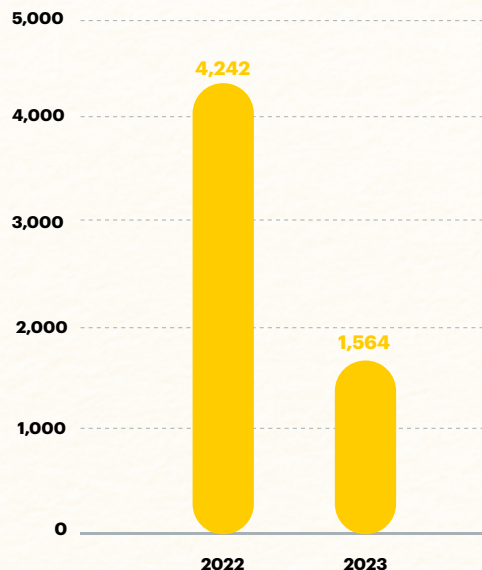
NET SALES

Mn TRL



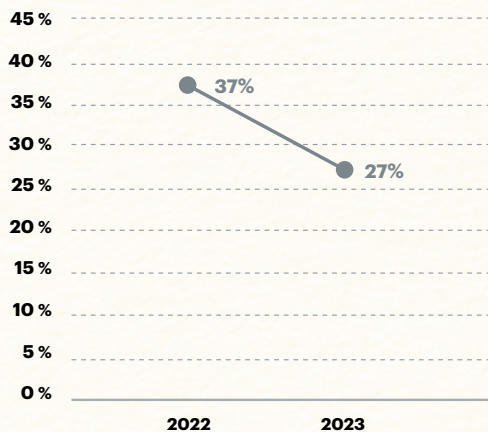
EBITDA

Mn TRL



EBITDA MARGIN

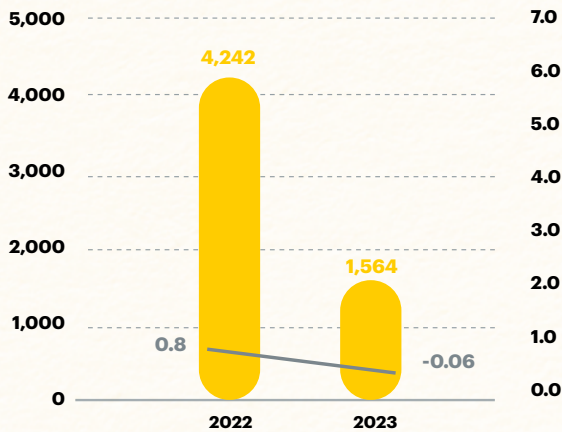
%



NET DEBT / EBITDA

Mn TRL

(x)



EBITDA

Net Debt/EBITDA (x)

SHAREHOLDING STRUCTURE

As of 31.12.2023, the shareholder structure of Çan2 Termik A.Ş., which has a total paid-up capital of 938,116,902.57TL within the share capital limit of 1,262,050,000 TL, is as follows.

Ortak Adı Soyadı/Unvanı	Sermaye İçerisindeki Payı	Pay Oranı
Odaş Elektrik Üretim Sanayi Tic. A.Ş.	548,244,402,57	58.44%
Public Portion	389,872,500	41.56%
Total	938,116,902,57	100.00%

BOARD OF DIRECTORS AND THE COMMITTEES

The General Assembly oversees the operations and management of the corporation in accordance with the rules of the Turkish Commercial Code and capital markets law through a Board of Directors that consists of at least 5 members and serves terms of no more than 3 years.

The members of the Board of Directors of our Company were elected as follows to serve until 31.12.2025.

Full Name	Title	Term of Office
Burak ALTAY	Chairman of the Board of Directors	Until 31.12.2025
Ali Kemal KAZANCI	Vice Chairman of the Board of Directors	Until 31.12.2025
Mustafa Ali ÖZAL	Member of the Board of Directors	Until 31.12.2025
Zehra Zeynep DERELİ	Independent Member of the Board of Directors	Until 31.12.2025
Umut APAYDIN	Independent Member of the Board of Directors	Until 31.12.2025

COMMITTEES UNDER THE BOARD

Audit Committee

<i>Full Name</i>	<i>Role</i>
Umut APAYDIN	Committee President
Zehra Zeynep DERELİ	Committee Member

Corporate Governance Committee

<i>Full Name</i>	<i>Role</i>
Umut APAYDIN	Committee President
Zehra Zeynep DERELİ	Committee Member
Melih YÜCEYURT	Committee Member

Early Detection of Risk Committee

<i>Full Name</i>	<i>Role</i>
Zehra Zeynep DERELİ	Committee President
Umut APAYDIN	Committee Member

MANAGEMENT TEAM

<i>Full Name</i>	<i>Title</i>
Caner DEMİRAYAK	Strategic Planning Commercial Director
Melih YÜCEYURT	Finance and Investor Relations Director
Adeviye DEMİR PEKMEZCİ	Accounting and Reporting Director
İlknur YILMAZ COŞKUN	Legal Director
İnci UĞURLU ARIKAN	Human Resources Director
Bülent BARUT	Power Plant Manager - Coal

AFFILIATED COMPANIES

Title	Çan2 Termik A.Ş.'s share in total capital (TL)	Rate (%)
Çan2 Trakya Kömür Maden A.Ş.	550,000	100%
Yel Enerji Elektrik Üretim Sanayi Tic. A.Ş.	6,000,000	100%

Çan-2 Trakya Kömür Maden A.Ş.

Çan 2 Trakya operates in the coal mining industry. On 18.06.2019, Çan2 Termik A.Ş. was established as a 100% founding partner to be included in the consolidation.

Yel Enerji Elektrik Üretim Sanayi Tic. A.Ş.

The company operates in the mining sector and as of 30 September 2023, its capital is 600,000,000 TL and 100% of the shares belongs to Çan2 Termik A.Ş.

INDEPENDENT AUDIT

Within the scope of auditing the financial statements and reports of the year 2023, AS Bağımsız Denetim and YMM A.Ş. was selected to perform the independent external audit of the financial year 2023 with the decision of the Board of Directors dated 30.06.2022 and 2022/06 and the decision taken at the ordinary general assembly meeting of the Company dated 23.02.2023.

OPERATIONAL STATUS DURING THE PERIOD

Çan-2 Thermal Power Plant (340MWm/330Mwe)

Çan-2 Thermal Power Plant's gross electricity generation in 2023 was 1,962 GWh due to the planned shutdown in March - April. (Gross electricity generation between 01.01.2022 - 31.12.2022 is 2,304 GWh). In the October-December 2023 period, the power plant generated 595 GWh with a Capacity Utilisation Rate of 82% (Capacity Utilisation Rate for October - December 2022 Period: 75%, Electricity Generation: 548 GWh).

SECTOR OVERVIEW

GENERATION, CONSUMPTION AND INSTALLED POWER COMPARISON

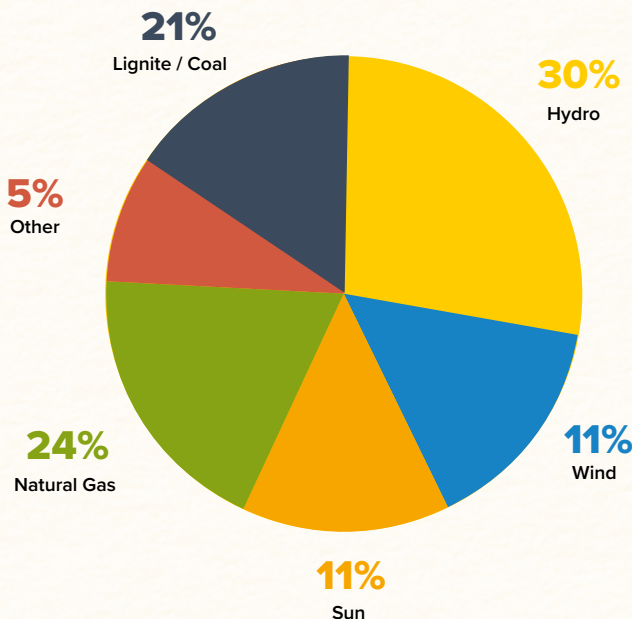
According to TEİAŞ data, the total installed capacity in the sector was 107,050 MW as of the end of 31.12.2023, with an increase of 3,293 MW compared to 31.12.2022 (after taking into account the plants whose capacity was reduced and closed down). The rate of increase was 3.2%.

Looking at the installed capacity of thermal power plants, as of the end of 31.12.2023, the capacity of domestic coal power plants increased by 2 MW, the capacity of imported coal power plants stayed still, while the capacity of natural gas power plants increased by 59 MW compared to 31.12.2022.

The renewable energy portfolio, on the other hand, maintained its upward trend as of the end of December 2023, as in previous years, with a 6% increase in installed capacity compared to the same period of the previous year. As of end-December 2022, the highest installed capacity increase in renewable energy was in solar power plants with 2,267 MW, followed by wind power plants with 407 MW. In the same period, capacity increases in hydroelectric and biomass power plants were 393 MW, 172 MW, respectively. There is a decrease of 16 MW in waste heat power plants.

As of 31.12.2023, 30% of the total installed capacity consisted of hydraulic power, 24% natural gas, 11% domestic coal, 10% imported coal, 11% wind, 11% solar and 3% other energy sources. When the distribution of installed capacity by establishment type is examined, 19.98% of the installed capacity belongs to EÜAŞ and its subsidiaries, 3.14% to Build-Operate-Transfer and plants with transferred operating rights, 66.84% to independent generation companies and 10.03% to unlicensed plants.

Breakdown of Installed Capacity in Turkey According to Power Facilities as of 31.12.2023



POWER GENERATION AND CONSUMPTION

According to EPIAŞ transparency platform real-time consumption data, consumption in the twelve-month period of 2023 increased by 1% compared to the previous year to 308,563 GWh. In the twelve months of 2023, peak consumption was 1,131,710 Mwh with a increase of 5% compared to the same period of the previous year.

In addition, according to EPIAŞ transparency platform real-time generation data, the resource-based distribution of generation for 2023 is 20.30% natural gas, 20.97% hydroelectricity, 22.21% imported coal, 13.27% domestic coal, 11.30% wind, 6.11% solar and 5.84% other resources.

The biggest change in production distribution compared to the same period of the previous year was realized with an increase of 49% in fuel oil, followed by solar with an increase of 21%, imported coal with 15%, and decrease of domestic coal with 8.2%. In addition, natural gas decreased by 8% in the same period.

Due to the natural gas and imported coal price increases in the last quarter of 2021 and fluctuations in the US dollar exchange rate, the average MCP (Electricity Market Clearing Price) for 2022 was 2511 TL/Mwh with an increase of 394% compared to last year. In dollar terms, it was realized as 147 \$ / Mwh with an increase of 165%. In 2023, the average MCP (Electricity Market Clearing Price) was realised as 2,191 TL/MWh with a 12.8% decrease compared to the previous year. In dollar terms, it was realised as \$97/MWh with a 32.4% decrease.

On the other hand, Brent oil dollar price increased by 10.2% on 31.12.2023 compared to 31.12.2022, reaching \$79 per barrel. Accordingly, Botaş's electricity generation tariff for the period of December 2023 decreased by 42% compared to December 2022 and reached 12,000TL/1000Sm³. At the same time, the API2 coal index, which is accepted as an indicator for the cost of imported coal, decreased by 44% in dollar terms on 31.12.2023 compared to the same period of the previous year and reached \$ 106 / Ton on 31.12.2023.

RISK MANAGEMENT AND INTERNAL CONTROL MECHANISM

The Early Detection of Risk Committee has been established in relation to risk management and its working principles have been determined and published on the company website www.can2termik.com.tr.

Independent board members Zehra Zeynep Dereli (Committee Chairman) and Umut Apaydın (Committee Member) were elected as members of the Early Detection of Risk Committee.

DIVIDEND PAYMENT POLICY

The company's dividend principles are regulated under Article 15 of the Articles of Association: "Determination of Profit and its Distribution". Accordingly, the company will act in line with the Turkish Commercial Code and the Capital Markets Legislation provisions and, as per the capitals market legislation publicly traded shareholders have no obligation to distribute profits and the profit distribution principles are determined under the profit distribution policy.

Within the framework of Article 15 of the Company's Articles of Association quoted above, the Dividend Distribution Policy, which was submitted to the approval of the shareholders upon the proposal of the Company's Board of Directors in its resolution dated 09.10.2020 and numbered 2020/25, was approved at the General Assembly dated 19.01.2021.

The rate of dividend to be distributed in line with the Articles of Association, Turkish commercial code, Capital Markets Board regulations shall be determined taking into account the Company's investment and financing strategies and needs, market expectations, changes and developments in relevant legislation, the Company's medium and long-term strategies, capital and investment requirements, profitability, financial position, indebtedness and liquidity position of the Company and national and global economic conditions; in principle, the Company aims to distribute to shareholders in cash and/or as bonus shares at least 50% of the free cash flow after the distributable profit amount calculated on the basis of the Company's net profit for the period (after the reserves required to be set aside in accordance with the current legal regulations, taxes, funds, financial payments and prior year losses, if any, are set aside) meets the Company's debt service ratio.

AMENDMENTS TO THE ARTICLES OF ASSOCIATION FOR THE PERIOD

Within the registered capital ceiling of 1,262,050,000 TL of the company, based on the insurance of the paid capital of 320,000,000 TL, corresponding to 320,000,000 registered shares with a nominal value of 1 TL, 320,000,000 TL of 480,000,000 TL of net distributable period will be insured in the 2022 period. The application for the issuance of payment for 800,000,000 TL to be covered in TL and the application for the amendment of Article 6 of the Articles of Association titled "Capital" was registered by the Capital Markets Board and published in the Bulletin numbered 2023/25 dated 27.04.2023.

The registration of Article 6 of the Articles of Association titled 'Capital' was made on 18.05.2023 and announced in the Trade Registry Gazette dated 18.05.2023 and numbered 10834.

PERSONNEL INFORMATION

The number of employees of the Company is 794 as at 31.12.2023. There is no collective bargaining scheme in our company and all rights and benefits are provided to our personnel and workers within the framework of the Labor Law.

DONATIONS MADE DURING THE PERIOD

During the period of 01.01.2023 - 31.12.2023, a total of 4,619,995 TL was donated by Çan2 Termik A.Ş. and its Subsidiaries.

COMPANY HISTORY AND DEVELOPMENT

Foundation

The company was founded to operate in construction and mining in Çankaya, Ankara with a capital of 250,000 TL on 27.05.2003 under the title Çan Kömür ve İnşaat Limited Şirketi and started producing for coal mining.

Under the issues registered with the trade registry directorate on 04.09.2013 before its announcement in the Turkish Trade Registry Gazette dated 09.09.2013 and numbered 8400, the company changed its type and restructured itself in Çankaya, Ankara as a joint stock company. With the announcement in the Turkish Trade Registry Gazette, the company changed its title to be "Çan Kömür ve İnşaat Anonim Şirketi" and announced it via an amendment in the articles of association.



The company's main partner Odaş Elektrik Üretim Sanayi Tic. A.Ş. acquired 92% of Çan Kömür ve İnşaat A.Ş., which holds a paid royalty in the Çan district of Çanakkale province in September 2013, with a view to focusing on domestic coal resources with high calorific value in order to employ the most advantageous methods of power generation currently available in the sector. Through the share transfer on 22.09.2020, Odaş Elektrik Üretim San. Tic. A.Ş. now owns 100% of the company. As of the current situation ODAŞ Elektrik holds a 58.44% stake in the company.

Çan2 Thermal Power Plant Investment

Exploration works were undertaken in accordance with the standards of the Joint Ore Reserves Committee ("JORC") on the existing license site. The Joint Ore Reserves Committee ("JORC") drilling work in 2013 resulted in the identification of reserves with an average calorie density of 3.481 kcal/kg. This number is actually the highest ever recorded in a Turkish lignite-based power plant. This translates to a competitive advantage also in terms of production costs compared to their peers.

With the evaluation of these advantages, the investment process of the 340 MWm/330 Mwe power generation plant was initiated in 2014 and as of August 2018, the provisional acceptance was made, and commercial production started. In this process, some of the equipment of the power plant (such as Turbine, Generator, Boiler) are equipment in good condition with approximately 80,000 hours (10 Years) of operation in net and were procured from an existing power plant in Graz, Austria.

The preliminary license for the power plant was obtained as per the Energy Market Regulatory Authority's resolution dated 10.07.2014 and numbered 5117-5. The Environmental Impact Assessment ("EIA") report was approved on 05.12.2014. The License Certificate was approved as per the Energy Market Regulatory Authority's resolution dated 28.01.2016 and numbered 6083-2. The Environmental Permit and License Certificate was obtained on 06.12.2019, and the term of the License Certificate is five years (2019-2024) as of the said date.

Transition to Commercial Activity

Çan2 Thermal Power Plant has started commercial operation as of 1 August 2018 with the Ministry's acceptance.

Public Offering

Çan2 Termik A.Ş. applied to the Capital Markets Board for a public offering of its shares to be traded at Borsa İstanbul A.Ş. in order to reveal the company's value, contribute to the company's sustainable growth, strengthen its financial structure, increase its popularity and recognition, more firmly adhere to the principles of transparency and accountability, strengthen its corporate identity, and strengthen its financial structure and utilize its revenues to partially settle debt. The company shares started to be traded at Borsa İstanbul A.Ş. Star Market on 30 April 2021 following the approval of its public offering.

Sustainability Studies

Çan2 Termik A.Ş. has started to work on establishing the infrastructure for Environmental, Social and Governance (ESG) issues, adapting the corporate sustainability culture within the Group and determining the sustainability strategy.

HUMAN AND CULTURE DIRECTORATE

In order to create a young and dynamic workforce that contributes to our nation and industry, Çan2 Termik A.Ş. carefully selects each employee in accordance with its sustainable growth target principles and corporate approach of fostering coexistence and diversity.

The main human resources policies at "**Çan2 Termik A.Ş.**," which has been in operation since 2013, are "**Creativity and Flexibility**," "**Transparency and Sustainability**," "**Respect for Society and the Environment**," and "**Occupational Health and Focus on Employee Health**." By the end of December 2023, Çan2 Termik A.Ş. had 794 employees.

Recruitment Activities

Role-specific assessment tools are used in the process of gaining new members for Çan2 Termik A.Ş.'s young and dynamic team. In this regard, competency-driven one-on-one interviews and personal inventories by specialist organizations, particularly in the context of administrative and engineering positions, are meant to handle the evaluation & measurement process impartially and properly.

Along with the primary hiring criteria, technical evaluations by internal examiners who are specialists in their respective fields are also taken into consideration for blue-collar positions. Plus, during the hiring process, regional employment is prioritized to support labor in the districts near our business and in its surrounding locations. After the completion of the recruitment process, the adaptation period of the employee to our business is facilitated with orientation training carried out face-to-face or online.

Employment of disabled people is supported in each of our enterprises and compliance with the current legal framework is observed. The application process of disabled candidates is examined in detail and their employment is realized by ensuring that they are directed to the most suitable job for their disability. At the same time, candidates residing in Çan district are prioritized to work in the most suitable job according to their personal skills and experience.

Training & Development Activities

One of our priorities is to manage our business in line with the ever-changing dynamics of the world and the energy sector, and to ensure the development of human resources in terms of skills and competencies in this respect.

Regarding the people and culture-oriented approach of Çan2 Termik A.Ş., we attach importance to the fact that every employee who crosses paths with our business has a good experience, adds value to himself/herself in this process, learns and gains awareness. With our development platform, we aim to guide our colleagues on their career journeys. We support this with trainings from professional institutions and in-house collaborations, and help our colleagues advance in their careers. In addition, with the trainings carried out, it is aimed to improve the leadership competencies of our managers, who lead our teams in our business, to their work, to themselves and to their teams.

The continuity of Occupational Health and Safety and technical trainings, which are within the scope of compulsory trainings and are of great importance for us, is also ensured. At the same time, it is planned to make the sectoral technical knowledge & skills of our colleagues sustainable with the vision of leadership.

Salary & Benefits Management

Çan2 Termik A.Ş. was founded by considering the salary and benefits management system, salary market and policy data.

The studies within this scope include all wage studies such as wage determination, conducting fringe benefits studies, wage increase studies, determining the size and scope of the job by making a job evaluation for a new position or a new responsibility, and grading studies.

All these studies are carried out by the People and Culture Directorate by taking into account the sector in which the company is located, the geographical region and conditions in which the enterprises are located, the practices of the companies compared, market research, and internal dynamics. The wage study is carried out in the offer study during the recruitment process, inflation increases, promotion processes and adaptation processes to legal or exceptional changes in market conditions. Likewise, arrangements regarding fringe benefits are finalized by evaluating them according to inflation increases.

Internal Communication and Employee Satisfaction

Çan2 Termik A.Ş.'de çalışanların işverenin sağladığı çalışma koşulları, çalışma ortamı, iletişim kaynakları, yönetici ve yönetim yaklaşımları, insan ve kültür süreçleri konularında memnuniyeti düzenli olarak ölçümlenmektedir.

2023 yılında Çan2 Termik A.Ş. iş yeri kültürü ve çalışan memnuniyeti konusunda global ölçekte hizmet veren Great Place to Work Enstitüsü'nün yürüttüğü program kapsamında çalışanlarının değerlendirmesi sonucu 'Harika İş Yeri' sertifikası almaya hak kazanmıştır.

At Çan2 Termik A.Ş., employees' satisfaction with the working conditions provided by the employer, working environment, communication resources, executive and management approaches, human and cultural processes are regularly measured.

In 2023, Çan2 Termik A.Ş. was awarded the 'Great Place to Work' certificate as a result of the evaluation of its employees within the scope of the program conducted by the Great Place to Work Institute, which provides services on a global scale on workplace culture and employee satisfaction.

Within the scope of internal communication activities, a timely and open communication policy is carried out with employees at all levels.

Decision unanimity is ensured with a participatory approach within the scope of practices that concern all employees in the enterprise. For a healthy action planning, the Employee Loyalty and Satisfaction Survey is conducted every 2 years to determine the strengths and development areas of our business by taking the opinions of the employees. Survey results are shared with employees starting from the management level and employees are informed about the actions taken/to be taken.



02
CHAPTER

CORPORATE GOVERNANCE



CORPORATE GOVERNANCE COMPLIANCE REPORT

SECTION I CORPORATE GOVERNANCE COMPLIANCE STATEMENT

ÇAN2 Termik A.Ş. applies utmost diligence in compliance with the Capital Markets Board's Corporate Governance Principles, and embraces the concepts of equality, transparency, accountability, and responsibility among those principles while proceeding towards its objectives. In 2023, ÇAN2 Termik A.Ş. complied completely with the mandatory principles under Communiqué No. II17.1 on the Identification and Application of Corporate Governance Principles and presented the best effort to comply with the optional principles.

The Company's Corporate Governance Compliance Report ('CRF') and Corporate Governance Information Form ('CGIF') for the accounting period 01.01.2023-31.12.2023 have been prepared in accordance with the presentation principles determined by the CMB's Resolution No. 2/49 dated 10.01.2019 and announced in the CMB's Weekly Bulletin No. 2019/02 dated 10.01.2019 and the CMB's II-17.1 'Corporate Governance Communiqué'. In line with this decision of the CMB, the templates published by our Company on the Public Disclosure Platform (KAP) have been added to the end of the Corporate Governance Principles Compliance Report. Based on these foundations, the efforts to comply with corporate governance principles, which were initiated within the company and continued throughout 2023, continue to be operated through many mechanisms established within the company. In the first phase of the work, changes were made in order to provide shareholders with an equitable, accountable, responsible and transparent structure.

With this declaration, the Company has adopted a transparent and open management style and aims to establish a management approach that is responsible and accountable to all shareholders, especially to its small shareholders.

Justification for Delays in the Implementation of Certain Corporate Governance Principles

The Corporate Governance Committee of the company continues its efforts to develop corporate governance practices. The difficulties experienced with certain principles, and ongoing debates in national, as well as international platforms, regarding compliance with certain principles have so far prevented complete compliance with some principles. That said, the principles which have yet to be implemented have not led to any conflicts of interests between stakeholders. Plans are in place to effect the required structural changes and internal arrangements for the implementation of the limited number of optional principles which have not been implemented so far.

The comprehensive studies carried out within the framework of Corporate Governance Principles within our Company and the principles that have not yet been complied with in the relevant sections are explained below.

- Even though the Articles of Incorporation do not specify so, no one at the company has unlimited decision-making authority.
- According to Article 4.6.5 of the "Corporate Governance Principles", the remuneration and other benefits provided to the members of the Board of Directors and other senior executives are disclosed to the public through the annual report. However, the disclosure does not provide such information with reference to specific individuals, but rather is based on a distinction between the Board of Directors and senior executives.

SECTION II SHAREHOLDERS

Investor Relations Department

The Investor Relations Department serves to facilitate the exercise of shareholder rights, enabling communications between the Board of Directors and existing and potential shareholders, as well as local and foreign analysts and portfolio managers, and executing required procedures in compliance with the CMB's Corporate Governance Principles. The department reports to the Corporate Governance Committee, as well as to Burak Altay, Deputy Chairman of the Board of Directors and the Chief Executive Officer. Investor Relations team and senior executives of the Company together held meetings with 16 local and foreign investors, analysts and portfolio managers in total during the year 2023.

Accordingly, the Investor Relations Department is responsible for;

- Providing information on the Company's current activities, investments and future expectations to existing and potential local and foreign institutional investors and brokerage houses with a correct understanding of the management's perspective and vision,
- Responding to requests for information from local and foreign institutional investors and analysts except for non-disclosed confidential business information of the company,
- Updating shareholders, local and foreign institutional investors about the company proactively and on a regular basis through conferences and investor meetings,
- Responding to the queries of shareholders with the exception of non-disclosed confidential business information,
- Conducting comparative analyses on the performance of company's shares and of its peers in the same industry,
- Ensuring that General Assembly meetings are carried out in accordance with the Articles of Incorporation and other internal regulations,
- Preparing documents that shareholders can use as a reference in General Assembly meetings, and publishing such documents on the company website three weeks in advance of the General Assembly for investors' review and information,
- Keeping a record of voting results through the General Assembly minutes and submitting the reports of voting results to shareholders' information,
- Fulfillment, oversight and monitoring of obligations arising from Financial Reporting, Corporate Governance Practices, Public Disclosure Guidelines and communiques and all other Capital Markets Regulations applicable to Publicly Listed, Corporations,
- Reviewing on a regular basis the contents of "Investor Relations" section within the company website and updating it as required,
- Preparing presentations and briefings on the company's operations and financial standing for the current period on a quarterly basis,
- Preparing and updating the list of people with access to insider information, as per the Material Event Disclosure Communiqué,
- Management and monitoring all communications and processes with the Capital Markets Board, Borsa İstanbul A.Ş., Merkezi Kayıt Kuruluşu A.Ş., and any other capital markets agencies,
- Ensuring the flow of information both ways, between shareholders and the senior management and the company's Board of Directors.

Exercise of the Shareholders' Right to Information

Çan2 Termik A.Ş. Investor Relations Department

Full Name	Role
Melih Yüceyurt	<i>Director of Finance and Investor Relations</i>
Mehmet Erdem Aykın	<i>Investor Relations Manager</i>

E-Mail: ir@can2termik.com

Every information request submitted to the Investor Relations Department is responded diligently in accordance with the principle of equality and without any discrimination between investors, provided that they do not concern confidential information or trade secrets currently withheld from the public. Accordingly, in 2023, any information requests submitted by the shareholders on various issues were responded clearly and in detail via telephone and e-mail on a verbal and written basis. Every question was answered to the satisfaction of investors, provided that they did not concern trade secrets.

Shareholding Structure section of "Investor Relations" in the Company's website (www.can2termik.com.tr) makes available every data for updating the investors in a complete and accurate manner. Any developments that may have an impact on the exercise of shareholder rights were communicated to the investors through material disclosures via Public Disclosure Platform (KAP) and on the company website in 2023.

As the shareholders' right to demand appointment of a special auditor is subject to regulations, the Articles of Incorporation does not stipulate any arrangements regarding the appointment of a special auditor. During the year, no request regarding the appointment of a special auditor was received.

Shareholding Structure

The shareholding structure as of 31.12.2023 is as follows.

Full Name / Title	Total Nominal Shares	Share Percentage (%)
Odaş Elektrik Üretim Sanayi Ticaret A.Ş.	548,244,402.57	58.44%
Other	389,872,500,00	41.56%
Total	938,116,902.57	100.00%

General Assembly Meetings

The General Assembly meetings are carried out in accordance with the Turkish Code of Commerce, the Capital Markets Law, and the Corporate Governance Principles, in a manner that provides adequate information to and the extensive participation by shareholders. The Ordinary General Assembly of the Company convenes at least once a year and discusses and decides on the matters on the agenda drawn up by the Board of Directors in accordance with Article 413 of the Turkish Code of Commerce.

The notices and announcements regarding the general assembly meeting are published through any means of communication including electronic communications, to achieve access to the highest number of shareholders, and with the minimum time frames stipulated in Turkish Code of Commerce, the Capital Markets Law, and other regulations in mind.

The Ordinary General Assembly Meeting of our Company for the year 2022 was held on Friday, 23 February 2023 at 10:00 at Nidakule Kuzey Ataşehir Barbaros Mahallesi Begonya Sokak No:3 B3 floor 34746 Ataşehir/ İstanbul under the supervision of the Ministry Representative appointed by the Ministry of Customs and Trade. The agenda, minutes, and attendance sheet for the meeting are available on the Company's website.

Invitations to General Assembly meetings are extended by the Board of Directors in accordance with the provisions of Turkish Code of Commerce, the Capital Markets Law, and the Articles of Incorporation. The Board of Directors' resolution for the General Assembly meeting is followed immediately by necessary disclosures to inform the public, via KAP and the Electronic General Assembly Meeting System (EGKS). In addition to the procedures set out by the regulations, the calls for general assembly meetings are made on the company website (www.can2termik.com.tr) 3 weeks in advance at minimum in order to reach highest number of shareholders possible and the meeting notices are also published in the Turkish Trade Registry Gazette and in the country-wide edition of at least one daily newspaper with high circulation.

Prior to the general assembly meeting, an information document regarding the agenda items is prepared and disclosed to the public, and all notifications comply with legal processes and legislation.

Within the framework of the agenda items of the general shareholders' meeting, financial statements and reports, including the audited annual report, dividend distribution proposal, independent audit reports, the text and justification of amendments, if any, to the Articles of Association, disclosure policy, remuneration policy, dividend distribution policy, résumés of all board member candidates, including independent ones, and other documents forming the basis of the agenda items are made available for review at the Company headquarters and on the corporate website three weeks prior to the general shareholders' meeting, in a manner that is most easily accessible to shareholders.

The General Assembly meetings are held simultaneously in physical and electronic form, at the company headquarters, and via the Electronic General Assembly Meeting System. The venue for General Assembly meetings is arranged to enable participation by all shareholders. The agenda of the General Assembly is set clearly to enable the consideration of each proposal under a separate item, so as to prevent different interpretations. At the General Assembly meeting, the agenda items are conveyed to the shareholders in an objective, detailed, clear and understandable way, and the shareholders are given the opportunity to explain their opinions and ask questions under equal conditions.

The questions directed by the shareholders during the general assembly meeting are responded accordingly by the board members and the senior executives of the company. Templates of proxy letters for those who will be represented by a proxy are made available to the shareholders through KAP, newspaper ads and the company's website before general assembly meetings.

The voting procedure applicable at the meeting is presented to shareholders via the website and newspaper ads. The items on the agenda at the General Assembly meetings are voted on by raising hands in an open ballot.

The company carried out electronic general assembly meeting preparations for 2021 Ordinary General Assembly in compliance with the statutory regulations as per the article 1527 of Turkish Commercial Code.

The notice of the meeting was published on Public Disclosure Platform (KAP) and Electronic General Assembly System (EGKS) of Merkezi Kayıt Kuruluşu A.Ş. (Central Securities Depository) on 27.01.2023, in the issue no. 10711 of Turkish Trade Registry Gazette dated 30.01.2023 as well as on the company website, as stipulated by the Law and the Articles of Incorporation and including the agenda. The Chairman of the council started the general assembly meeting upon the verification based on the list of attendants that out of 320,000,000 shares with nominal value of TRY 1 corresponding to the company's total capital TRY 320,000,000, the shares corresponding to total capital of TRY249,127,362 were represented, TRY 1,093 capital shares by proxy and TRY 249,128,455 capital shares in person, and therefore the quorum was present as stipulated in the Turkish Commercial Code, Capital Markets Law and Articles of Incorporation.

Donations and grants worth a total of TRY 1,847,790.90 during the year were presented to the shareholders' information under a separate agenda item. In addition, the maximum amount of donations and grants was set as TRY 50,000,000 for 2023 pursuant to the 5th paragraph of article 19 of Capital Markets Law.

The agenda for the General Assembly meeting, as well as the attendance sheet and meeting minutes are made available for review by shareholders at the corporate headquarters. Furthermore, the documents and records of the general assembly meeting were made available in the Investor Relations section of the Company website for review by the shareholders and all stakeholders.

The controlling shareholders, members of the Board of Directors, executive directors and their spouses and family members (both blood and in-law relatives) up to second degree did not engage in any material transaction which may lead to conflicts of interest with the corporation or subsidiaries. During the General Assembly meeting, shareholders were also given the right to ask questions, and in the last item of the agenda, 'Wishes and Expectations', questions from shareholders were answered and shareholders were informed. For the 2022 Ordinary General Assembly Meeting, there is no written request submitted to us by the shareholders of the Company for the inclusion of any item on the agenda.

The Company held an Extraordinary General Assembly meeting on 20.12.2023 in accordance with Article 1527 of the Turkish Commercial Code, in accordance with the legal regulations of the Company's electronic general assembly preparations.

The invitation to the meeting was announced on 15.11.2023 on the Public Disclosure Platform (KAP), on the Electronic General Assembly System (EGKS) of Merkezi Kayıt Kuruluşu AŞ (Central Registry Agency), in the Turkish Registry Gazette dated 24.11.2023 and numbered 10964, and on the Company's website, as stipulated in the Law and Articles of Association and including the agenda.

From the examination of the list of those present, according to the Central Registry Agency records of the company, 938,116,902.57 shares, each with a nominal value of 1 TL, corresponding to a total capital of 938,116,902.57 TL, and 3,169 TL of shares, corresponding to a capital of 566,223,403.57 TL, were obtained by proxy.

Upon understanding that the share corresponding to the capital of 566,226,570.57 TL in total was represented, including the share corresponding to the capital in person, and thus the minimum meeting quorum stipulated in the Turkish Commercial Code, Capital Markets Law and the Company's Articles of Association was present, the general assembly meeting was convened. It was opened by the president.

The members of the Board of Directors were elected at the Extraordinary General Assembly and elected to serve until 31.12.2025. During the General Assembly meeting, shareholders were also given the right to ask questions, and in the last item of the agenda, 'Wishes and Expectations', questions from shareholders were answered and shareholders were informed. For the 2022 Ordinary General Assembly Meeting, there is no written request submitted to us by the shareholders of the Company for the inclusion of any item on the agenda.

Voting Rights and Minority Rights

The voting procedure for General Assembly meetings is announced to the shareholders at the beginning of the meeting. Minority rights are exercised pursuant to Turkish Commercial Code.

Making it difficult to exercise the right to vote in the Company applications are avoided. The company's at ordinary and extraordinary general assembly meetings. have 1 vote per share. Preferred share in the company not available.

Shareholders at the general assembly meetings a proxy they will appoint from among themselves or from outside can be represented through Proxy voting capital market legislation and related legislation is complied with.

Dividend Rights

Company's dividend payment decisions are made with reference to the Turkish Code of Commerce, Capital Markets Regulations, the Regulations and Decisions by the Capital Markets Board (CMB), Tax Codes, and the provisions of other applicable regulations, as well as the Company's Articles of Incorporation. The dividend payment is based on a balanced and consistent policy between the interests of shareholders, and the interests of the Company, in line with the Principles of Corporate Governance. Each year, the Board of Directors' resolution regarding dividend payments is submitted for the approval of shareholders at the General Assembly, as a separate item on the agenda. The Company's dividend payment policy is announced in the annual report, as well as on the company website. The Company's Ordinary General Assembly for 2022 discussed the Board of Directors' proposal regarding the dividend payment.

As a result of the negotiation of the decision of the Company's Board of Directors dated 21.02.2023 and numbered 2023/04, within the registered capital ceiling of 1.262.050.000 TL, the paid capital of 320.000.000 TL, corresponding to 320.000.000 registered shares with a nominal value of 1 TL, will be increased in 2022. Internal resource items that can be distributed as shares according to TFRS and Legal records within the scope of increasing the total capital by 150% to 800,000,000 TL by making a bonus capital increase by increasing 480,000,000 TL to be covered from the net profit of the period are as follows:

1-According to the company's TFRS records; TTK m. The emission premium of 185,332,488 TL, which exceeds 1/2 of the issued capital within the scope of 519/3, will be offset from the previous year losses of 293,751,490 TL, and 2,137,026,469 TL will be paid for the period of 2022. 27,107,068 TL after previous year losses of 108,419,002 TL are deducted from the net profit. Allocating the first legal reserve fund and distributing 480,000,000 TL from the remaining amounts to our shareholders in the form of shares through a free capital increase.

2- According to the legal records of the company; The emission premium of 185,312,488 TL, which exceeds 1/2 of the issued capital within the scope of TCC 59/3, will be offset from the previous year losses of 981,471,551 TL, 1,369,088,647 TL will be deducted from the net profit of the 2022 period, and the remaining 796,139 after deduction. After deducting previous year losses of 063 TL, 27,307,068 TL first legal reserve fund is set aside, and from the remaining amount, 480,000,000 TL is distributed to our shareholders in the form of shares by making a free capital increase. In this context, based on legal records, 2022 distributable period net It has been accepted by majority vote to authorize the Board of Directors to distribute 480,000,000 TL from the net profit of the period as shares within the framework of free capital increase, to obtain the necessary permissions, to carry out the transactions and to complete the application procedures within the framework of the CMB Communiqués and 32 other relevant legislation.

The Company does not have any preference shares in terms of dividend payment. Every share of the Company is entitled to an equal share of the dividends. The Company can pay out advance dividends to its shareholders within the framework of Article 20 of the Capital Markets Law. The form and timing of dividend payment shall be established by the General Assembly, with reference to the relevant Board of Directors' proposal. The principles of dividend payments shall abide by the provisions of the Capital Markets Board Communiqué No. II-19.1 and other applicable provisions, with reference to the establishment of the responsibilities and the dividend to be paid.

Share Transfers

It is obligatory to obtain the approval of the Energy Market Regulatory Authority for the direct or indirect acquisition of shares representing 5% or more of the company's capital by a real or legal person, and for the acquisition of shares that result in the shares of a shareholder exceeding 5% of the legal entity's capital and/or for the transfer of shares that result in the shares of a shareholder falling below the above ratios.

Even if there is no transfer of shares, the establishment of privileges on existing shares, removal of privileges or issuance of usufruct certificates are submitted to the approval of the Energy Market Regulatory Authority regardless of the above-mentioned proportional limits.

SECTION III PUBLIC DISCLOSURE AND TRANSPARENCY

Disclosure Policy

The Corporate Disclosure Policy was established with the Board of Directors' resolution dated 06.12.2021 no. 2021/24 and is published on the website. The Corporate Disclosure Policy was established and is implemented under the authority of the Board of Directors. The Board of Directors reserves the right to revise the policy at any time, in line with the applicable regulations. The disclosure policy and any revisions thereof shall be published on the Company's website, following the approval of the Board of Directors. The Investor Relations Department is responsible for overseeing and monitoring the Disclosure Policy.

Corporate Website and its Contents

The Company's website address is www.odasenerji.com and the Investor Relations section of the website contains the considerations specified in the CMB's Corporate Governance Principles. The website is set up to provide open, clear, and simultaneous disclosure to shareholders, stakeholders, and the entire public. The information provided on the website is updated continuously. The information provided on the website is presented in English language as well, to enable it to be accessed by international investors.

Annual Report

The Company's annual report is drawn up in line with the details required in the Turkish Commercial Code and the Capital Markets Regulations, so as to provide the shareholders, the public, and all other stakeholders with access to complete and accurate information on the company's operations.

SECTION IV STAKEHOLDERS

Disclosure of Information to Stakeholders

The website was revised as required to provide disclosure to stakeholders on matters concerning them. All information concerning the Company is presented to stakeholders in line with the Corporate Governance Principles. Stakeholders, investors, and analysts can access the Company's financial reports, annual reports, and other information, using the Company's website. Furthermore, certain material announcements and messages are conveyed to all employees via e-mail. The Audit Committee is responsible for ensuring and overseeing compliance with the regulations, while the Corporate Governance Committee is responsible for reviewing and concluding the complaints received from the shareholders and stakeholders, on matters of concern from a corporate governance perspective.

Stakeholders' Participation in Management

No model was developed regarding the stakeholders' participation in the company's management. On the other hand, the requests and proposals voiced in meetings with employees and other stakeholders are taken into consideration by the management, leading to the development of relevant policies and practices.

Human Resources Policy

The Human Resources Policy of Çan2 Termik A.Ş. is based on being an indispensable employer that improves the quality of life of its employees, motivates its employees to use their performance at the highest level.

The mission of Human Resources is to establish human resources systems that will improve the performance of the group with innovative, creative, solution-oriented ideas produced by a dynamic, motivated, qualified workforce with open communication between all employees.

The Human Resources Policy consists of the following 3 basic processes, aiming to ensure that employees use their potential at the optimum level and ensure the continuity of their personal development:

- Setting and communicating objectives.
- Establishing communication with employees through open communication and timely constructive feedback network.
- Planning the necessary technical and personal development activities and trainings for employees to fulfil their duties in the best way possible, and preparing the appropriate ground for them to both increase the efficiency of their current position and to prepare them for possible different tasks in the future.

It is the responsibility of all directors and managers, under the coordination of the Human Resources Department, to maintain effective and transparent relations with employees. All directors and managers are obliged to treat their employees equally and fairly without any subordinate pressure. As a result of the sensitivity to the principle of equality, which is one of the fundamental principles of the Company's management approach, no negative feedback or complaints were received from employees regarding discrimination.

At Çan2 Termik A.Ş., job descriptions and job descriptions of company employees distribution and performance and rewarding criteria The principle of announcement to the employees is complied with. This As a result of the studies, the need for the relevant work to be carried out all the competences and qualifications required are determined, and recruitment processes are based on the criteria determined for each position is managed by taking into consideration. In addition, each feedback interviews conducted with employees throughout the year areas in need of improvement are identified and regulatory and preventive activities are carried out.

CODE OF CONDUCT

Code of Conduct and Social Responsibility

The Company's Code of Conduct is drawn up in writing and communicated to the employees. The Code of Conduct is defined, updated, and published by the Board of Directors. ÇAN2 Termik A.Ş. Code of Conduct is an integral part of ÇAN2 Termik A.Ş. Policies and Values. All employees including the Boards of Directors and the executives are expected to comply with these rules.

ÇAN2 Termik A.Ş. Code of Conduct

Honesty

Integrity and honesty are the values that we cherish most in all our business processes and relations.

Equality

Discrimination on the basis of age, language, religion, race, health status, gender and marital status is against workplace rules. Employees may report their complaints directly to the Human Resources Department. The submission of any complaint in this regard cannot be prevented.

Confidentiality

Channels of communication are available and open to struggle against any discrimination that may arise based on age, language, religion, race, medical status, gender or marital status. The employees communicate their complaints and suggestions to the Human Resources Department to maintain this equality.

All employees are informed of the mandatory precautions to be taken under the Law on Protection of Personal Data and they are expected to act accordingly in every respect of their remits.

Prevention of Conflicts of Interest

ÇAN2 Termik A.Ş. employees are prohibited from abusing any information and power that they gained as part of their positions within the company for gaining any benefits for themselves, their families or relatives. When performing their duties, employees take care to protect the interests of the company and avoid any act or behavior that may be construed as deriving personal gains for themselves or their relatives. Accordingly, the employees are expected to avoid competing against the company and to take all necessary measures in this respect. The employees should exercise due care in their communication with suppliers, customers, organizations or institutions that they are in contact with as part of their jobs and they should avoid any action for the purpose of deriving personal gains. The employees who do not exercise due care in this regard are reported to fail to comply with our code of conduct.

Social Responsibility

The company implemented social responsibility projects in 2023, based on the environmental and social requirements of the society in which we live and within the framework of the Social Responsibility Policy.

SECTION V BOARD OF DIRECTORS

The affairs and administration of the Company are determined by the General Assembly, capital market legislation and Turkish Commercial Code to be elected for a maximum of 3 years according to the provisions of the by a Board of Directors consisting of 5 members. The number of members of the Board of Directors, is determined by the General Board.

Structure of the Board	Role
Burak Altay	Chairman of the Board (Executive)
Mustafa Ali Özal	Board Member (Non-Executive)
Ali Kemal Kazancı	Vice President (Non-Executive)
Umut Apaydın	Independent Board Member (Non-Executive)
Zehra Zeynep Dereli	Independent Board Member (Non-Executive)

Personal Backgrounds of the Board Members

Burak Altay - Chairman of the Board

After his graduation from Koç University Business Administration Department in 1999, he lectured as an assistant in the field of cost accounting in Koç University while he studied for master's degree at the department of financial law at Marmara University. Mr. Altay is a founding partner of the Company and he continues to serve as the Deputy Chairman of the Board/CEO of the company. Apart from this position, he is also a shareholder and board member in several companies operating in the energy, construction, manufacturing and trade industries.

Ali Kemal Kazancı - Deputy Chairman of the Board of Directors

Mr. Kazancı graduated from Karadeniz Technical University, Department of Civil Engineering and started his professional career at Limak Construction as Final Account Supervisor. In 2009, he was appointed as Site Supervisor at Odaş Energy Group - Öztay Energy Company. Since 2011, Mr. Kazancı has been working as Chief Mining Officer at Odaş Energy Group and has been a Board Member of Çan2 Termik A.Ş. since July 2020.

Mustafa Ali Özal - Member of the Board of Directors

Mr. Özal graduated from Gazi University, Department of Economics and started his professional career in 1982. He has served as a manager and board member in various companies operating in different sectors. In addition to his duties as a member of the Board of Directors of the Company, Mr. Özal is also a member of the Board of Directors of Aköz Tic. Müşavirlik ve Mümessillik A.Ş., Hidro Kontrol Elektrik Üretim San. A.Ş., Arsin Enerji Elektrik Üretim San Tic. A.Ş., and Aköz Enerji Elektrik Üretim San. Tic. A.Ş.

Zehra Zeynep Dereli - Independent Board Member

Zehra Zeynep Dereli holds an MA in Development Economics from SOAS University, as well as both BA in Economics alongside certificates in Mathematics and Middle Eastern Studies, all from Princeton University. She launched into career at the Istanbul-based Dundas ÜNLÜ & Co, in the Mergers & Acquisitions department. Next, she worked for Shell Trading and Shipping in London on the Risk Analysis, Research, and Compliance teams. Upon returning to Türkiye, she joined Shell Türkiye as a Financial and Supply Analyst. Since then, Dereli has furthered her career by taking on roles in various organizations that all have contributed in some way to developing the Turkish economy, and

as the director of the Atlantic Council Black Sea Energy and Economic Forum. For a while, she additionally prepared and hosted "Leaders and Decisions," a weekly political program airing on two Turkish TV channels, SKY Türk and CNBC-E. She's also was the General Coordinator of the Turkish Policy Forum, a think tank, at one point as well. Dereli is the founder and CEO of GLOW Communications and APCO Türkiye, and successfully executed DRUM (Dialogue, Respect, and Understanding through Music), a social responsibility project. In 2021, she was honored with the Female Entrepreneur of the Year award by The Economist magazine for having established Technology and Human Colleges (Tink) – Türkiye's first-ever project dedicated to fostering future technology literates and entrepreneurs, in light of the cultural needs of society. Now, she is an Executive Board member and CEO of several industrial firms at Calinos Holding, as well as participates in several social responsibility initiatives, namely ITU BMTKAUM Advisory Board, TÜBİSAD, WTech, and Endeavor (which she co-founded).

Umut Apaydın - Independent Board Member

Mr. Apaydın completed his double major in Mechanical Engineering and Business Administration at the Darmstadt Institute of Technology in Germany in 1998. Immediately following his graduation, he began his career as a Debt Markets Analyst in the New York office of JP Morgan Securities between 1998 and 2009 and continued to work there as a Partner and Vice President for Private Equity, Structured Credit Products and Alternative Investments. Mr. Apaydın continued his career as General Manager of Investor Relations and Marketing at Sunrise Securities in 2009, where he was involved in the establishment of the MLP Fund, a private equity fund. From 2009 to 2012, he was Global Marketing and Investor Relations Director at the capital investment and advisory firm Indicus Advisors LP. Mr. Apaydın continued his career at Koç Holding between 2012 and 2016, where he was actively involved in strategic planning, mergers and acquisitions in the Tourism, Food and Retail arms of the group. From 2014 to 2016, he was Business Development Director at Setur A.Ş., Koç Group's tourism venture. From 2016 to 2019, he served as Senior Director for Financial Services and Insurance Services in international product management, international business development, and global sales and portfolio management for the American and Canadian markets at Brightstar Corp. Mr. Apaydın continued his career as a Financial Advisor at Prudential Advisors Miami in 2019 and at Mass Mutual Miami in 2020. He is fluent in German, French, Italian, English and has advanced knowledge of Spanish.

The written statements regarding the independence of each Independent Board Member are shared below;

UMUT APAYDIN

DECLARATION OF INDEPENDENCE

I hereby declare that I am a candidate to serve as an "Independent Member" in the Board of Directors of Çan2 Termik A.Ş. (the Company) within the scope of the legislation, articles of association and the criteria set forth in the Corporate Governance Communiqué of the Capital Markets Board (CMB);

In accordance with the regulations of the Capital Markets Board on Corporate Governance due to my election to the Board of Directors as an "Independent Member";

- a.** That I neither personally, nor through my spouses or relatives by blood or marriage up to third degree, have been involved in the last five years in an executive employment relationship assuming substantial duties and responsibilities, or held, individually or jointly, more than 5% of the capital or voting rights or preferred shares, or engaged in any substantial commercial relationship with any affiliates of Çan2 Termik A.Ş. A.Ş.'nin ("Çan2 Termik") or any corporations in which the company has management control or substantial influence, or shareholders which maintain the company's management control or substantial influence in the company, and legal persons which hold management control of such shareholders,
- b.** That I have not been a shareholder (5% or more) or executive with significant duties and responsibilities, or board member in the companies which have provided or bought significant amounts of services or products within the framework of agreements, including but not limited to the auditing (including tax audits, statutory audits, internal audits), rating, and consulting of the company, during the last five years, in the time frame of such provision or purchase of services or products,
- c.** That I have the professional training, expertise and experience to duly perform the duties to be assumed on the grounds of being an Independent Member of the Board of Directors,
- d.** That I am not a full-time employee of a government agency or entity,
- e.** That I am considered a resident of Turkey as per the Income Tax Law,
- f.** That I have robust ethical standards, the professional reputation and the experience to enable free decision-making, taking into account the rights of stakeholders, and contributing positively to the operations of ÇAN2 Termik, while maintaining impartiality in conflicts of interest which may arise between the shareholders,
- g.** I will be able to spare adequate time for the company's affairs, so as to fully perform the requirements of the roles assumed, and to monitor ÇAN2 Termik's course of business,
- h.** I have not served as a board member of the company for more than six years in the last ten years,
- i.** I am not an independent board member for more than three companies where the Company or its controlling shareholders hold the control of management and/or more than five corporations whose shares are listed in the stock exchange.

ZEHRA ZEYNEP DERELİ
DECLARATION OF INDEPENDENCE

In accordance with the regulations of the Capital Markets Board on Corporate Governance due to my election to the Board of Directors as an "Independent Member";

- a.** That I neither personally, nor through my spouses or relatives by blood or marriage up to third degree, have been involved in the last five years in an executive employment relationship assuming substantial duties and responsibilities, or held, individually or jointly, more than 5% of the capital or voting rights or preferred shares, or engaged in any substantial commercial relationship with any affiliates of Çan2 Termik A.Ş. A.Ş.'nin ("Çan2 Termik") or any corporations in which the company has management control or substantial influence, or shareholders which maintain the company's management control or substantial influence in the company, and legal persons which hold management control of such shareholders,
- b.** That I have not been a shareholder (5% or more) or executive with significant duties and responsibilities, or board member in the companies which have provided or bought significant amounts of services or products within the framework of agreements, including but not limited to the auditing (including tax audits, statutory audits, internal audits), rating, and consulting of the company, during the last five years, in the time frame of such provision or purchase of services or products,
- c.** That I have the professional training, expertise and experience to duly perform the duties to be assumed on the grounds of being an Independent Member of the Board of Directors,
- d.** That I am not a full-time employee of a government agency or entity,
- e.** That I am considered a resident of Turkey as per the Income Tax Law,
- f.** That I have robust ethical standards, the professional reputation and the experience to enable free decision-making, taking into account the rights of stakeholders, and contributing positively to the operations of ÇAN2 Termik, while maintaining impartiality in conflicts of interest which may arise between the shareholders,
- g.** I will be able to spare adequate time for the company's affairs, so as to fully perform the requirements of the roles assumed, and to monitor ÇAN2 Termik's course of business,
- h.** I have not served as a board member of the company for more than six years in the last ten years,
- i.** I am not an independent board member for more than three companies where the Company or its controlling shareholders hold the control of management and/or more than five corporations whose shares are listed in the stock exchange.

During the reporting period, no events to abolish the independent status of the independent board members took place. No restrictions regarding the assumption of duties or positions outside the company are imposed on the board members. The members of the Board of Directors do not currently engage in any business which would lead to any conflicts of interest with the company, and do not engage in operations to compete with the company in the same fields of operation.

The Basis of the Board's Activities

The frequency of the board meetings of the Company, as well as the quorum for meeting and resolution are established in the Articles of Incorporation. Accordingly, the Board of Directors shall convene with a simple majority of the members, as the company's affairs and operations require. The Board resolutions are made with the majority of the members present at the meeting.

The Board of Directors meetings are held at the company headquarters, or in an available facility in the city where the corporate headquarters is located. The Board of Directors can also convene in another city, on the basis of a board resolution for doing so. The secretariat services for the Board of Directors meetings are provided by the legal department. The agenda of the Board of Directors is set through consultations the Chairman has with other members of the board, and with the General Director and/or Chief Executive Officer.

The managers' requests will be taken into consideration when setting the agenda. In 2023, the Board of Directors convened 19 times in total. No dissenting comment was registered in the resolution minutes against any resolutions made in such meetings. However, should such a dissent arise, all aspects to reflect the dissenting opinion shall be registered in the minutes.

Where the Capital Markets Regulations require so, important resolutions of the Board of Directors are announced to the public through Material Disclosures.

None of the members of the board of directors, including the chairman, has weighted voting rights and/or negative veto rights. Each member has one vote in the meetings.

Within the scope of Article 4.2.8. of the Corporate Governance Principles, any damages that may be caused by the members of the Board of Directors during the execution of their duties have not yet been insured.

Number, Structure and Independence of Committees Formed under the Board of Directors

The Corporate Governance Committee were established through the Board of Directors' resolution dated 20.01.2021. The Corporate Governance Committee has also assumed the authorities, duties, and responsibilities regarding the performance of the duties of the Nomination Committee and the Remuneration Committee.

The duties and working principles of the committees established within the framework of the Corporate Governance Principles, entered into force through the Board of Directors' resolution dated 20.01.2021, and were announced on the Public Disclosure Platform. Furthermore, the Duties and Working announced to stakeholders on the Public Disclosure Platform and the corporate website.

Audit Committee

The Audit Committee was structured in accordance with the Corporate Governance Principles of the Capital Markets Board. The committee is composed of at least two members. The committee is composed of two non-executive independent board members. Mrs. Zehra Zeynep Dereli serves as the committee member, while Mr. Umut Apaydın serves as the committee chair. Special attention was paid to ensuring that the Committee Chair had previously served in a similar capacity, and has the expertise to analyze financial statements, as well as a strong grasp of accounting standards, and substantial qualifications.

The purpose of the committee reporting to the Board of Directors is to assist the Board of Directors with respect to the company's accounting system, public disclosure of financial data, independent audits, and overseeing the operation and effectiveness of the internal control system in line with the Capital Markets Regulations and the principles stipulated therein, as well as to consider and report to the Board of Directors any issues it observes during its assessments.

The arrangement that requires the convening of the committee at least on a quarterly basis was implemented through the Duties and Working Principles of the Audit Committee.

Corporate Governance Committee

The Corporate Governance Committee is set up to support and assist the Board of Directors by working on monitoring the company's compliance with the corporate governance principles in accordance with the Capital Markets Regulations, implementing the principles, identifying any failure of implementation, working to improve its efficiency, identifying the candidates to be elected to the Board of Directors, establishing the company's perspective, principles, and applications regarding remuneration, assessing the performance and career planning of the board members and executive staff, overseeing investor relations activities, and making applicable proposals to the Board of Directors.

The Committee Chair shall be appointed from among the independent Board members. The director of the Investor Relations Department shall be appointed as a member of the Corporate Governance Committee. Furthermore, individuals who are subject matter experts but not Board members, can also be appointed as members of the Corporate Governance Committee. The Board of Directors appoints the members of the Corporate Governance Committee in the first Board meeting to follow the General Assembly which elected the Board of Directors. The Corporate Governance Committee shall serve until the election of the next Board of Directors. The Corporate Governance Committee shall convene at least three times per year. Where necessary, the committee shall convene at the corporate headquarters, upon an invitation issued by the Committee Chair through the secretariat of the Board of Directors. The committee shall convene with a simple majority and shall resolve with a majority. Once taken, decisions shall be registered in written form, to be signed by the committee members during the next meeting, and duly archived. The Corporate Governance Committee shall be composed of a total of three members, two independent nonexecutive board members, and one official of the company.

Members of the Corporate Governance Committee

The Corporate Governance Committee carried out activities for improvement of Investor Relations activities and identification of candidates who were proposed to be elected as board members in 2023. In this context, the Corporate Governance Committee was informed about the investor meetings organized in the country and abroad for enhancement of the investor profile and about activities in relation to other investor relations practices. Furthermore, the Corporate Governance Committee submitted to the Board of Directors for consideration and for further submission to the approval of the shareholders during 2022 Ordinary General Assembly the candidates who were deemed to be eligible for Independent Board Membership based on the assessment conducted by the Nomination Committee operating within its scope, in line with the criteria specified under the Corporate Governance Communiqué of Capital Markets Board.

Early Detection of Risk Committee

Early Detection of Risk Committee is composed of at least two non-executive members of the Board. The committee is composed of two independent Board members.

The Early Detection of Risk Committee is set up in line with the Turkish Code of Commerce, the Articles of Incorporation, and the Corporate Governance Principles Communiqué of the Capital Markets Board, with a view to submitting recommendations to the Board of Directors, with respect to the early detection of risks which could threaten the existence, development, and continuation of the company, as well as the application of the measures regarding identified risks, and the management of the risks. The committee reports to the Board of Directors.

The committee examined and provided its opinion on risk-related activities of Finance, Accounting, Reporting and Human Resources Departments in 2022. The decision was made concerning the improvement of such activities for the upcoming periods. The arrangements regarding the convening of the committee are established in the duties and working principles of the Early Detection of Risk Committee.

Risk Management and Internal Control Mechanism

In line with its nature, ÇAN2 Termik A.Ş. issues its financial statements on a consolidated basis in accordance with the regulations. For the operating group covering electricity generation, electricity wholesale, and mining operations, UFRS based financial statements are drawn up on a quarterly basis.

At ÇAN2 Termik A.Ş. level, on the other hand, transactions between electricity generation and electricity wholesale are written off, with consolidated financial statements being produced. The periodical financial results and performance of the companies included in the consolidation framework are analyzed, leading to consolidated financial reporting. ÇAN2 Termik A.Ş. 's internal control operations are executed within the framework of the regulations, under the responsibility of the Audit Committee. In quarterly periods when financial statements are disclosed to the public, the consolidated financial statements are submitted to the Board of Directors of the company, after being checked and approved by the committee for audit.

The new Turkish Code of Commerce which entered into force on July 1, 2012 rendered risk management activities a requirement for publicly traded corporations. The Early Detection of Risk Committee reporting to the Board of Directors was set up through the Board of Directors' resolution dated 20.01.2021, with a view to submitting comments and recommendations to the Board of Directors, with respect to the early detection of the risks that could threaten the existence, development, and continuation of the company, as well as the application of measures regarding identified risks, and the management of the risks.

Remuneration

In accordance with the Corporate Governance Principles, the "Remuneration Policy" applicable to the members of the Board of Directors and senior executives was developed in written form and approved in the Board of Directors meeting held on 14.01.2021, followed by publication on the corporate website.

According to the Articles of Incorporation, the monthly salaries and per diem fees for members of the Board of Directors are set by the General Assembly.

The following financial benefits were provided to the board members and senior executives of the company in 2023.

	Total Financial Benefits (TRY)
Board of Directors	3,374,762 TL
Senior Executives	36,699,657 TL

Payments to the Board members cover monthly salaries. The remunerations payable to the Board members are the cash payments set with reference to the company's profitability, performance, and internal positions, and effected regularly and continuously at certain periods of each month. The payments to senior executives cover monthly salaries.

The salaries payable to senior executives are set based on the position and the nature of the work, competence, experience, performance, and remuneration policies applied in the same industry for similar positions, the company's internal positions, inflation, and the company's achievement of the financial targets set for the year. When setting the remuneration policies, care is taken to exclude incentive systems which would harm the interests of the shareholders, employees, and customers. The salaries are reviewed and updated once a year. The Company does not extend any credits or loans to any board members or executives, nor does it extend personal loans through a third party. Furthermore, no guarantees or underwriting is extended for such people.

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GOVERNMENT SUBSIDIES AND GRANTS

Çan2 Termik A.Ş. Investment Incentive Certificate

The Investment Incentive Certificate was issued for the completely new investment carried out in Çanakkale province's Çan2 area, and covers the period 13.08.2014- 12.02.2019. The certificate provides incentives including the Subsidy for Employer Insurance Contributions, Tax Rate Reduction Subsidy, VAT Exemption and Customs Duty Exemption.

The total amount of the investment is TRY 801,789,866. The procedures for the completion of the Incentive Certificate were finalized by the letter no. 401.06 dated 10.08.2020 from the Ministry of Industry and Technology. (Completion Visa granted.)

In addition, the Ministry of Industry and Technology issued an investment incentive certificate dated 08.04.2020 with certificate no. 510216 and ID no. 1013731. The subsidy category is Regional-Priority Investment and the incentive elements include VAT Exemption, Interest Subsidy, Tax Reduction, Employer Insurance Contributions and Allocation of Investment Area. The underlying investment is the modernization of the local coal-based power plant with an installed capacity of 340 MW (Çan2 Thermal Power Plant) and the incentive certificate has been issued as per the Generation License dated 28.01.2016 with no. ÜE/6083-2/03428, which has been granted by Energy Market Regulatory Authority.

DIVIDEND PAYMENT POLICY

The Dividend Distribution Policy ("Policy") of Çan2 Termik A.Ş. ("Company") has been prepared within the framework of the Company's Articles of Association, Turkish Commercial Code No. 6102, Capital Markets Law No. 6362, regulations of the related legislation. There are no dividend privileges on the shares representing the Company's capital. The General Assembly of the Company shall decide whether or not to distribute dividends and, in the event that dividends are to be distributed, the method and time of distribution of the profit to be distributed, upon the proposal of the Board of Directors on this matter.

The dividend rate to be distributed will be determined by taking into consideration the Company's investment and financing strategies and needs, market expectations, changes and developments in the relevant legislation, the Company's medium and long-term strategies, capital and investment requirements, profitability, financial position, indebtedness and the Company's cash position, and national and global economic conditions; in principle, it is aimed to distribute at least 50% of the free cash flow to the shareholders in cash and/or as bonus shares after the distributable profit amount calculated on the basis of the Company's net profit for the period (after the reserves, taxes, funds, financial payments and prior year losses, if any, required to be set aside in accordance with the current legal regulations are set aside) meets the Company's debt service ratio.

Dividend distribution procedures shall commence on the date decided at the General Assembly, provided that they shall commence no later than the end of the accounting period in which the General Assembly meeting regarding the distribution decision is held. Dividends are distributed equally to all existing shares in proportion to said shares as of the date of distribution, regardless of their issue and acquisition dates.

Dividend payments may be made in equal or different installments, provided that it is resolved at the General Assembly meeting where dividend distribution is decided. According to the provisions of the Articles of Association, the profit distribution decision made by the General Assembly cannot be revoked. In the event that the Board of Directors proposes to the General Assembly not to distribute the profit, information on the reasons for this and the manner of utilization of the undistributed profit shall be included in the agenda item on profit distribution. The Company may also distribute advance dividends to shareholders in accordance with the Turkish Commercial Code and capital markets legislation.

In case of any amendment to this Dividend Distribution Policy, the decision of the Board of Directors regarding the amendment shall be announced to the public within the framework of the regulations of the Capital Markets Board regarding the public disclosure of material events.

Legal Actions

In the lawsuit filed by the Company following the letter dated 13.01.2023 sent by EMRA to the Company, the decision of the Ankara 10th Administrative Court in favor of the Company for the cancellation of the administrative transaction was reversed by the Ankara 8th Administrative Case Chamber, and the case is still pending before the Council of State after the Company's appeal.

CORPORATE GOVERNANCE COMPLIANCE STATEMENT

Corporate Governance Compliance Report		Compliance Status					
1.1.	FACILITATION OF THE USE OF SHARE OWNERSHIP RIGHTS	Yes	Partially	No	Exempt	Not applicable	Comment
	1.1.2 - Information and disclosures which may affect the use of Share Ownership rights are made available for investors in an up-to-date fashion on the company's corporate website.	X					
1.2.	RIGHT TO DEMAND AND REVIEW INFORMATION	Yes	Partially	No	Exempt	Not applicable	Comment
	1.2.1- Company management avoided execution of any transaction that may complicate a private audit.	X					
1.3.	GENERAL ASSEMBLY	Yes	Partially	No	Exempt	Not applicable	Comment
	1.3.2- The company ensured that the agenda of the General Assembly was expressed explicitly and every proposal was provided under a separate title.	X					
	1.3.7- Persons who have the opportunity to access the partnership information in a privileged way have informed the Board of Directors to be included in the agenda in order to provide information to the General Assembly on the transactions carried out on behalf of themselves within the scope of the partnership's area of activity.					X	
	1.3.8 - Board Members who are subject matter experts in the special items in the agenda, other related people and officials and auditors with responsibility for preparing financial statements were present at the general assembly meeting.	X					
	1.3.10 - The amounts and beneficiaries of all donations and grants were provided in a separate item in the agenda of the General Assembly.		X				All donations and grants made during the year were shared as per the agenda of the General Assembly.
	1.3.11 - Genel Kurul toplantısı söz hakkı olmaksızın menfaat sahipleri ve medya dahil kamuya açık olarak yapılmıştır.	X					
1.4.	VOTING RIGHTS	Yes	Partially	No	Exempt	Not applicable	Comment
	1.4.1 - There are no restrictions or practices that make it difficult for shareholders to exercise their voting rights.	X					
	1.4.2 - The company does not have any shares with privileged voting rights.	X					
	1.4.3 - The company did not exercise its voting rights in the General Assembly of any partnership in which they have cross-ownership associated with any controlling relationship.					X	
1.5.	MINORITY RIGHTS	Yes	Partially	No	Exempt	Not applicable	Comment
	1.5.1 - The company has paid maximum attention to the exercise of minority rights.	X					

Corporate Governance Compliance Report		Compliance Status					
		Yes	Partially	No	Exempt	Not applicable	Comment
	1.5.2- Minority rights were vested in shareholders who hold less than one twentieth of the capital, based on the articles of association. The scope of minority rights had extended in the articles of association.			X			Minority rights in our company are identified based on the ratio regulated by the Turkish Commercial Code.
1.6.	DIVIDEND RIGHTS	Yes	Partially	No	Exempt	Not applicable	Comment
	1.6.1 - The dividend payment Policy approved by the General Assembly was disclosed to the public on the company's corporate website.	X					
	1.6.2 - The Dividend Payment Policy incorporates minimum explicit information required to enable the shareholders to make predictions on the procedures and principles regarding the distribution of profit by the company in the future.	X					
	1.6.3 - The reasons for not distributing dividends and the use of retained earnings were stated in the related agenda item.	X					
	1.6.4 - The Board of Directors reviewed the dividend payment policy with respect to the protection of balance between shareholders' interests and the company's interests.	X					
1.7.	TRANSFER OF SHARES	Yes	Partially	No	Exempt	Not applicable	Comment
	1.7.1 - There is no restriction which complicates the transfer of the shares.	X					
2.1.	CORPORATE WEBSITE	Yes	Partially	No	Exempt	Not applicable	Comment
	2.1.1 - The corporate website of the company contains all items relevant to corporate governance principle no. 2.1.1.	X					
	2.1.2 - Shareholding structure (names, privileges and number and ratio of shares of the real person shareholders who own more than 5% of issued capital) is updated on the corporate website at least every 6 months.	X					
	2.1.4 - Information on the corporate website of the company has been provided in the foreign languages chosen according to need, provided that their content should be the same as the Turkish version.	X					
2.2.	ANNUAL REPORT	Yes	Partially	No	Exempt	Not applicable	Comment
	2.2.1 - The Board of Directors ensures that the annual report includes complete and true information with respect to the activities of the company.	X					
	2.2.2- The annual report contains all elements under principle no. 2.2.2.	X					
3.1.	COMPANY POLICY ON STAKEHOLDERS	Yes	Partially	No	Exempt	Not applicable	Comment
	3.1.1- The rights of stakeholders are protected within the framework of relevant regulations, contracts and bona fides principles.	X					

Corporate Governance Compliance Report		Compliance Status					
3.1.	COMPANY POLICY ON STAKEHOLDERS	Yes	Partially	No	Exempt	Not applicable	Comment
	3.1.3-Policies and procedures regarding the rights of stakeholders are published on the corporate website of the company.	X					
	3.1.4 - Necessary mechanisms have been established for stakeholders to report transactions that are contrary to the legislation and which are unethical.	X					Within the scope of stakeholders, necessary measures are taken to prevent any kind of behaviour that may disturb the working peace within the scope of the disciplinary regulation and similar internal procedures and the legal framework for the Company employees. At the same time, the compliance of the articles in the internal procedures and labour contracts with the legal process in this context is ensured.
	3.1.5-The company approaches conflicts of interest between stakeholders in a balanced manner.	X					
3.2.	PROMOTING THE PARTICIPATION OF STAKEHOLDERS IN THE COMPANY MANAGEMENT	Yes	Partially	No	Exempt	Not applicable	Comment
	3.2.1- The participation of employees in management has been regulated by the articles of incorporation or the internal regulations.		X				Ad hoc committees were formed for investment activities of the company in the related periods and the participation of employees in the management was ensured.
	3.2.2 -In case of significant decisions that may bear consequences for stakeholders, methods such as surveys and consultation have been applied to obtain the opinions of stakeholders.		X				In case of important decisions that may lead to results for some of the stakeholders, requests, suggestions and complaints of the stakeholders are received and considered.
3.3.	HUMAN RESOURCES POLICY OF THE COMPANY	Yes	Partially	No	Exempt	Not applicable	Comment
	3.3.1-The company has adopted an employment Policy offering equal opportunities and a succession plan for all key management positions.	X					
	3.3.2- Recruitment criteria has been determined in writing.	X					
	3.3.3 -The company has a Human Resources Development Policy and organizes training sessions for employees as part of this policy.	X					
	3.3.4-Meetings have been held to inform employees on issues such as the financial status of the company, remuneration, career planning, education and health.	X					

Corporate Governance Compliance Report		Compliance Status					
3.3.	HUMAN RESOURCES POLICY OF THE COMPANY	Yes	Partially	No	Exempt	Not applicable	Comment
	3.3.5 - Decisions which may affect employees have been notified to the employees and their representatives. The opinions of relevant unions about such issues have been taken as well.		X				The Human Resources Department is responsible for relations with all employees. However, there is no union in our company.
	3.3.6 - Job definitions and performance criteria have been prepared in detail for all employees and have been provided to them. They have been utilized in the determination of remuneration.	X					
	3.3.7 - Measures, such as procedures, training sessions, awareness raising, objectives, monitoring and complaint mechanisms, have been taken in order to prevent discrimination among employees and to protect the employees against any physical, mental and emotional mistreatment within the company.	X					
	3.3.8 - The company supports the recognition of freedom to establish associations and the right to collective bargaining efficiently.		X				Although there are no associations or unions in the company, there is no restrictive practice.
	3.3.9 - A safe working environment is ensured for employees.	X					
3.4.	RELATIONS WITH CUSTOMERS AND SUPPLIERS	Yes	Partially	No	Exempt	Not applicable	Comment
	3.4.1 - The company measured customer satisfaction and operates on the understanding of unconditional customer satisfaction.	X					
	3.4.2 - Any delay in handling customers' requests regarding the goods and services purchased by them is notified to customers.	X					
	3.4.3 - The company complies with quality standards related to goods and services.	X					
	3.4.4 - The company has control processes for maintaining the confidentiality of the commercial secrets of customers and suppliers.	X					
3.5.	CODE OF CONDUCT AND SOCIAL RESPONSIBILITY	Yes	Partially	No	Exempt	Not applicable	Comment
	3.5.1 - A Code of Conduct determined by the Board of Directors has been published on the corporate website of the company.	X					
	3.5.2 - The company is aware of its social responsibilities. It has taken measures to prevent corruption and bribery.	X					
4.1.	FUNCTION OF THE BOARD OF DIRECTORS	Yes	Partially	No	Exempt	Not applicable	Comment
	4.1.1 - The Board of Directors ensures that strategies and risks do not threaten the long-term interests of the company and effective risk management procedures are in place.	X					
	4.1.2 - The meeting agenda and minutes demonstrate that the Board of Directors discusses and approves the strategic objectives of the company, determines the required Resources and oversees the performance of management.	X					

Corporate Governance Compliance Report		Compliance Status					
4.2.	THE BASIS OF THE BOARD OF DIRECTOR'S ACTIVITIES	Yes	Partially	No	Exempt	Not applicable	Comment
	4.2.1 - The Board of Directors documented its activities and submitted them to the information of the shareholders.	X					
	4.2.2 - The duties and powers of the Board members were provided in the annual report.	X					
	4.2.3 - The Board of Directors has established an internal control system in accordance with the scale of the company and the complexity of its activities.		X				Internal control activities are performed by the Audit Committee. Company directors carry out assessments on a departmental basis.
	4.2.4 - Information regarding the functioning and efficiency of the internal control system is given in the annual report.	X					
	4.2.5 - The authorities of the Chairman of the Board and the Chief Executive Officer (General Manager) are separated and defined.			X			The Chairman of the Board of Directors is also the Chairman of the Executive Board, which is preferred due to the Company's ability to act faster and more efficiently in decision-making processes and the formation of a more dynamic organisational structure.
	4.2.7 - The Board of Directors has facilitated effective functioning of the Investor Relations department and the corporate governance committee and has been in close cooperation with the Investor Relations department and the corporate governance committee in resolving disputes between the company and shareholders, and in communications with the shareholders.	X					
	4.2.8 - Regarding the losses that the members of the Board of Directors may cause in the company due to any faults in the course of their duties, the company has taken out executive liability insurance for a price exceeding 25% of the capital.			X			No executive liability insurance for a price exceeding 25% of the company capital has been taken out regarding the losses that the Board members may cause in the company due to any faults in the course of their duties.
4.3.	STRUCTURE OF THE BOARD OF DIRECTORS	Yes	Partially	No	Exempt	Not applicable	Comment
	4.3.9 - The company determined an objective of a minimum percentage of 25% for female Board members and established a relevant policy to achieve this objective. The structure of the Board of Directors is reviewed annually and determination of candidates is carried out in accordance with this policy.		X				The Board of Directors has one female member. There is no policy relating to the minimum target of 25% for female members.
	4.3.10 - At least one of the committee members responsible for auditing has 5-years experience in auditing/accounting and finance.	X					
4.4.	PROCEDURE FOR THE BOARD OF DIRECTORS MEETINGS	Yes	Partially	No	Exempt	Not applicable	Comment
	4.4.1 - All Board members physically attended most of the Board of Directors' meetings	X					

Corporate Governance Compliance Report		Compliance Status					
	4.4.2- The Board of Directors has determined a minimum period of time for the sending of information and documents relating to the agenda items to all members before the meeting.	X					
	4.4.3 - The opinions of the members who could not attend the meeting, but who expressed their opinions in writing to the Board of Directors were submitted for the information of other members.					X	
	4.4.4 - Each Board member has one vote.	X					
	4.4.5 - The procedure for the Board meetings has been documented in written form in accordance with the internal regulations of the company.	X					
	4.4.6 - Minutes of the Board meetings reveal that all agenda items were discussed. Minutes for decisions are prepared in such a way that dissenting opinions are also included.	X					
	4.4.7 - The external duties of the Board members have been restricted. The external duties conducted by the Board members were submitted for the information of shareholders at the General Assembly meeting.				X		No restrictions regarding the assumption of duties or positions outside the company are imposed on the Board Members.
4.5.	COMMITTEES FORMED UNDER THE BOARD OF DIRECTORS	Yes	Partially	No	Exempt	Not applicable	Comment
	4.5.5- Each Board member is assigned to only one committee.			X			Board members are not assigned to only one committee.
	4.5.6- The Committees invited people to the meetings as deemed necessary to consult with and obtained their opinion.	X					
	4.5.7- Information regarding the independence of the person/institution that provides consultancy services to the committee is given in the annual report.					X	
	4.5.8- A report has been issued and submitted to Board members regarding the results of the meetings held by the committees.	X					
4.6.	FINANCIAL RIGHTS PROVIDED TO THE BOARD MEMBERS AND EXECUTIVES WITH ADMINISTRATIVE RESPONSIBILITIES	Yes	Partially	No	Exempt	Not applicable	Comment
	4.6.1 - The Board of Directors conducted a performance evaluation for the board to appraise whether they fulfilled their responsibilities effectively or not.			X			Performance evaluation of Board of Directors has not been made.
	4.6.4- The Company did not provide credit facilities, grant loans or extend the term of a loan granted, improve the underlying conditions, supply credit through third parties as a personal credit to any of its board members or its executives with administrative responsibilities or provide securities such as a guarantee in favor of them.	X					
	4.6.5- Remuneration provided to members of the Board of Directors and executives with administrative responsibilities has been disclosed for each person in the annual report.		X				Remunerations provided to the Board members and executives with administrative responsibilities have been disclosed based on a total figure in the annual report.

CORPORATE GOVERNANCE INFORMATION FORM

CORPORATE GOVERNANCE INFORMATION FORM		
1.	SHAREHOLDERS	
1.1.	Facilitation of the Use of Share Ownership Rights	
	Number of investor conferences and meetings held by the company during the year	16
1.2.	Right to Demand and Review Information	
	Number of requests for private auditors	-
	Number of requests for private auditors approved at the General Assembly meeting	-
1.3.	General Assembly	
	Link to the KAP (Public Disclosure Platform) announcement for the information requested as part of principle 1.3.1 (a-d)	https://www.kap.org.tr/tr/Bildirim/1218102 https://www.kap.org.tr/tr/Bildirim/1115645
	Whether or not documents in English related to the General Assembly meeting were presented simultaneously with Turkish versions	Presented.
	Links to the KAP announcements for the processes which were not approved by the majority of independent members or do not have unanimous consent, as part of the principle 1.3.9	N/A
	Links to the KAP announcements for the processes of related parties performed as part of Article 9 of the Corporate Governance Communique (II-17.1)	Such a process is not available as part of the Article 9.
	Links to the KAP announcements for the common and continuous processes performed as part of Article 10 of the Corporate Governance Communique (II-17.1)	N/A
	Name of the section on the corporate website of the company that describes the policy on donations and grants	Investor Relations / Corporate Governance / Our Policies / Donation Policy
	Link to the KAP announcement for the minutes of the general assembly in which the policy on donations and grants was approved	The General Assembly Meeting at which the Policy was adopted was held in the period before the Company's shares were traded on the stock exchange
	Number of the article which regulates participation of stakeholders in the general assembly in the articles of association	N/A
	Information about stakeholders who attended the General Assembly	Company employees
1.4.	Voting Rights	
	Whether or not voting rights have privilege	No
	Privileged shareholders and their vote rates if votes are privileged	-
	Share percentage of the largest shareholder	58,44
1.5.	Minority Rights	
	Whether or not minority rights have been extended (with regard to content or ratio) in the articles of association of the company	No
	Specify the number of the relevant articles of association item if minority rights have been extended with regard to content and ratio.	-
1.6.	Dividend Rights	
	Name of the section on the corporate website that describes the dividend payment policy	Investor Relations / Corporate Governance / Our Policies / Dividend Payment Policy

1.	SHAREHOLDERS	
1.6.	Dividend Rights	
	In the event that the Board of Directors proposed the General Assembly that dividends not be distributed, minutes of the relevant general assembly agenda item regarding the reasons for not distributing dividends and the use of retained earnings	
	Link to the KAP announcement for the relevant general assembly minutes, in the event that the Board of Directors proposed the General Assembly not to distribute the profit	

GENERAL ASSEMBLY MEETINGS

Date of the General Assembly	Number of requests for annotations sent to the company with regard to the agenda of General Assembly	Participation rate of shareholders in General Assembly	Ratio of the shares represented directly	Ratio of the shares represented by proxy	Name of the section on the corporate website of the company that contains the minutes of the general assembly meeting, including the positive and negative votes for every agenda item	Name of the section on the corporate website that includes all questions asked at the general assembly meeting and their answers Number	General Assembly meeting of the article or paragraph in the minutes of the general assembly meeting that describes the related parties	Number of persons who report to the Board of Directors and have the opportunity to access the company information in a privileged way (The list of insiders)	Link to the general assembly statement published in KAP
23.02.2023	-	77.85%	0.00%	77.85%	Yatırımcı İlişkileri/ Kurumsal Yönetim/ Genel Kurul Toplantıları/2022 Yılına İlişkin Genel Kurul Toplantısı/ Toplantı Tutanağı	Yatırımcı İlişkileri/ Kurumsal Yönetim/ Genel Kurul Toplantıları/2022 Yılına İlişkin Genel Kurul Toplantısı/ Toplantı Tutanağı	13	19	https:// www.kap.org.tr/ tr/Bildirim/ 1116334
20.12.2023	-	60.35%	0.00%	60.35%	Yatırımcı İlişkileri/ Kurumsal Yönetim/ Genel Kurul Toplantıları/2022 Olağanüstü Genel Kurul Toplantısı/ Toplantı Tutanağı	Yatırımcı İlişkileri/ Kurumsal Yönetim/ Olağanüstü Genel Kurul Toplantıları/2022 Olağanüstü Genel Kurul Toplantısı/ Toplantı Tutanağı	-	19	https:// www.kap.org.tr/ tr/Bildirim/ 1227468

2.	PUBLIC DISCLOSURE AND TRANSPARENCY	
2.1.	Corporate Website	
	Names of the sections on the corporate website that provide the information requested by corporate governance principle 2.1.1.	Investor Relations / Corporate Governance, Annual Reports, Material Disclosures, Financial Reports, Capital and Shareholding Structure, Articles of Incorporation, Policies
	The section on the corporate website that gives the list of real person shareholders who directly or indirectly own more than 5% of the shares	Investor Relations / Corporate Governance / Capital and Shareholding Structure
	Languages in which the corporate website has been prepared	Turkish and English
2.2.	Annual Report	
	Page numbers or name of the sections in the annual report that contain the information requested by corporate governance principle no.2.2.2	
	a) The page number or section name that describes the external duties of the members of the Board of Directors and executives and declarations of independence of the members	Corporate Governance Compliance Report / Board of Directors / Composition and Formation of the Board

2.	PUBLIC DISCLOSURE AND TRANSPARENCY	
2.2.	Annual Report	
	b) The page number or section name that indicates the information on the committees formed under the Board of Directors	Corporate Governance Compliance Report / Board of Directors / Number, Structure and Independence of Committees Formed under the Board of Directors
	c) The page number or section name that contains the information on the number of board meetings in a year and the attendance of the members at these meetings	Corporate Governance Compliance Report / Board of Directors / Operating Principles of the Board
	d) The page number or section name that includes the information on amendments to legislation which may significantly affect the activities of the company	-
	e) The page number or section name that demonstrates the information on significant lawsuits filed against the company and the likely outcomes thereof	Corporate Governance Compliance Report / Legal Actions
	f) The page number or section name that contains the information on conflicts of interest between the company and the institutions from which it purchases services such as investment consulting and rating and the measures taken to avoid such conflicts of interest	-
	g) The page number or section name that includes the information on the cross-ownerships in which direct contributions to the capital exceed 5%	-
	h) The page number or section name that demonstrates the information on social rights and professional training of the employees and activities of corporate social responsibility in respect of the company activities that give rise to social and environmental outcomes	Corporate Governance Compliance Report / Stakeholders / Code of Conduct and Social Responsibility
3.	STAKEHOLDERS	
3.1.	Company's Policy on Stakeholders	
	Name of the section on the corporate website that describes the compensation policy	Investor Relations / Corporate Governance / Our Policies / Compensation Policy
	The number of final judicial decisions against the company on the grounds of breaching employee rights	4
	Title of the person responsible for the notification mechanism	Human Resources Director
	Contact details of the company's notification mechanism	ik@can2termik.com.tr - info@can2termik.com.tr
3.2.	Promoting the Participation of Stakeholders in Company Management	
	Name of the section on the corporate website that provides the internal regulations about the participation of employees in management bodies	-
	Management bodies where employees are represented	-
3.3.	Human Resources Policy of the Company	
	Role of the Board of Directors in the development of a succession plan for the key management positions	-
	Name of the section on the corporate website that demonstrates the human resources policy covering equal opportunities and recruitment criteria, or a summary of the relevant articles of the policy	Human Resources / Human Resources Policy
	Whether or not there is a stock ownership plan	There Is No Stock Ownership Plan
	Name of the section on the corporate website that describes the human resources policy which covers the measures against discrimination and mistreatment, or a summary of the relevant articles of the policy	Human Resources / Human Resources Policy
	Number of final judicial decisions against the company due to responsibility for work related accidents	-

3.	STAKEHOLDERS	
3.5.	Code of Conduct and Social Responsibility	
	Name of the section on the corporate website that describes the code of conduct policy	https://www.can2termik.com.tr/insan-kaynaklari
	Name of the section on the corporate website that demonstrates the corporate social responsibility report. The measures taken on environmental, social and corporate governance issues, if no corporate social responsibility report exists	In 2023, our Company carried out social responsibility projects within the framework of the Social Responsibility Policy and in a way to take into account the environmental and social needs of the society we are in.
	The measures taken to fight any kind of corruption including extortion and bribery	The sanctions to be applied against any kind of corruption including extortion and bribery are included in the disciplinary procedure of the company
4.	BOARD OF DIRECTORS-I	
4.2.	The Basis of the Board's Activities	
	Date on which the last performance evaluation of the Board of Directors was conducted	-
	Any referral to the independent subject matter experts during the performance evaluation of the board	No
	Whether or not all Board members have been released	Yes
	Names of the members of the Board of Directors with delegated powers through distribution of duties, and descriptions of such powers	Burak Altay - Chairman of the Board, Ali Kemal Kazancı- Deputy Chairman of the Board, Mustafa Ali Özal - Board Member, Umut Apaydın - Independent Board Member, Zehra Zeynep Dereli - Independent Board Member
	Number of reports presented by the internal control unit to the audit committee or any relevant committee	-
	Name or page number of the section in the annual report that provides a review of the effectiveness of the internal control system	Corporate Governance Compliance Report / Board of Directors / Risk Management and Internal Control Mechanism
	Name of the Chairman of the Board	Burak Altay
	Name of the Chief Executive Officer/General Manager	Burak Altay
	Link to the KAP announcement on the rationale behind the fact that the Chairman of the Board of Directors and Chief Executive Officer/ General Manager are the same person	-

STRUCTURE OF THE BOARD

Full Name of the Board Member	An Executive Member or Not	An Independent Member or Not	The Date of Election as a Board Member for the First Time	Link to the KAP Announcement for Declaration of Independence	Independent Whether or Not the Member was Evaluated by the Nomination Committee	Whether Any of the Members Lost Their Independence or not	Whether or Not He/She Has at Least 5-Years Experience in Auditing, Accounting and/or Finance
BURAK ALTAY	Executive	Not Independent Member	8.09.2014				
ALİ KEMAL KAZANCI	Non - Executive	Not Independent Member	28.07.2020				
MUSTAFA ALİ ÖZAL	Non - Executive	Not Independent Member	19.01.2021				
ZEHRA ZEYNEP DERELİ	Non - Executive	Independent Member	16.12.2022	https://www.kap.org.tr/tr/Bildirim/1088119	Evaluated	No	Yes
UMUT APAYDIN	Non - Executive	Independent Member	19.01.2021	https://www.kap.org.tr/tr/Bildirim/1088119	Evaluated	No	Yes

4.	BOARD OF DIRECTORS-I	
4.2.	The Basis of the Board's Activities	
	Link to the KAP announcement for the fact that an insurance for a price exceeding 25% of the company capital has been taken out regarding the losses that the Board members may cause in the company due to any faults in the course of their duties	-
	Name of the section on the corporate website that gives information about the diversity policy for increasing the rate of female Board members	-
	Number and percentage of female members	1 Female member - %20
4.	BOARD OF DIRECTORS-II	
4.4.	Meeting Procedures of the Board of Directors	
	Number of the physical board meetings in the reporting period	19
	Average attendance rate at board meetings	100%
	Whether or not an electronic portal is used to facilitate the works of the Board of Directors	No
	Number of minimum days ahead of the board meeting to provide information and documents to members as per working principles of the Board of Directors	Changes Based on the Agenda.
	Name of the section on the corporate website that demonstrates information about the internal regulations which cover board meeting procedures	Investor Relations / Corporate Governance / Articles of Association / Article 7
	The upper limit determined in the policy that restricts the members from assuming external duties	There is no restriction for the members to assume external duties.
4.5.	The Committees Formed under the Board of Directors	
	The page number or section name in the annual report that provides information about the board committees	Corporate Governance Compliance Report / Board of Directors / Number, Structure and Independence of Committees Formed under the Board of Directors
	Link to the KAP announcement about the working principles of the committee	https://www.kap.org.tr/tr/Bildirim/995002
4.	BOARD OF DIRECTORS-III	
4.5.	The Committees Formed under the Board of Directors-II	
	Specify the section in the annual report or on the corporate website where the activities of the audit committee are presented (page number or section name)	Investor Relations / Corporate Governance / Committees / Audit Committee / Duties and Working Principles of the Audit Committee
	Specify the section in the annual report or on the corporate website where the activities of the corporate governance committee are presented (page number or section name)	Investor Relations / Corporate Governance / Committees / Corporate Governance Committee / Duties and Working Principles of the Corporate Governance Committee
	Specify the section in the annual report or on the corporate website where the activities of the nomination committee are presented (page number or section name)	Investor Relations / Corporate Governance / Committees / Corporate Governance Committee / Duties and Working Principles of the Corporate Governance Committee
	Specify the section in the annual report or on the corporate website where the activities of the early detection of risk committee are presented (page number or section name)	Investor Relations / Corporate Governance / Committees / Early Detection of Risk Committee / Duties and Working Principles of the Early Detection of Risk Committee

COMMITTEES UNDER THE BOARD I

Names of the Committees under the Board	Name of the Committee Indicated As "Other" in the First Column	Full Name of Committee Members	Committee Chair or Not	Board Member or Not
Audit Committee		UMUT APAYDIN	Yes	Board Member
Audit Committee		ZEHRA ZEYNEP DERELİ	No	Board Member
Corporate Governance Committee		UMUT APAYDIN	Yes	Board Member
Corporate Governance Committee		ZEHRA ZEYNEP DERELİ	No	Board Member
Corporate Governance Committee		MELİH YÜCEYURT	No	Not a Board Member
Early Detection of Risk Committee		ZEHRA ZEYNEP DERELİ	Yes	Board Member
Early Detection of Risk Committee		UMUT APAYDIN	No	Board Member

4.	BOARD OF DIRECTORS-III	
4.5.	The Committees Formed under the Board of Directors-II	
	Specify the section in the annual report or on the corporate website where the activities of the remuneration committee are presented (page number or section name)	Investor Relations / Corporate Governance / Committees / Corporate Governance Committee / Duties and Working Principles of the Corporate Governance Committee
4.6.	Financial Rights Provided to Members of the Board of Directors and Executives with Administrative Responsibilities	
	The page number or section name in the annual report that gives information about the operational and financial performance targets and their achievement status	Annual Report / Operational Status During the Period
	Name of the section on the corporate website that covers the remuneration policy for executive and non-executive directors.	Investor Relations / Corporate Governance / Policies / Remuneration Policy
	The page number or section name in the annual report that describes the individual remuneration and all other benefits for the members of the Board of Directors and executives with administrative responsibilities	Corporate Governance Compliance Report / Financial Rights

COMMITTEES UNDER THE BOARD II

Names of the Committees under the Board	Name of the Committee Indicated As "Other" in the First Column	The Percentage of Non-Executive Directors	The Percentage of Independent Members in the Committee	Number of Physical Meetings Held by the Committee	Number of Reports Submitted to the Board of Directors by the Committee about Its Activities
Audit Committee	-	100%	100%	9	9
Corporate Governance Committee	-	100%	66%	3	3
Early Detection of Risk Committee	-	100%	100%	6	6



INDEPENDENT AUDITOR'S REPORT

To General Assembly of Çan2 Termik A.Ş.

A) Independent Audit of the Financial Statements

1. Opinion

We have audited the consolidated financial statements of Çan2 Termik A.Ş. ("the Company") and its subsidiaries ("the Group"), which comprise the consolidated statements of financial position as at December 31, 2023, and the consolidated statements of income, and other comprehensive income, consolidated statements of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2023, 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") issued by the Public Oversight Accounting and Auditing Standards Authority (the "POA") that are part of Turkish Standards on Auditing. Our responsibilities under these standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Statements" section of our report. We hereby declare that we are independent of the Company in accordance with the Ethical Rules for Independent Auditors (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 financial statements of the current period. These matters were addressed in the context of our audit of the financial statements, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.



In addition to the Significant Uncertainty matter explained in respect of going concern of the business, the issues described below have been identified as key audit issues and reported in our report:

Key Audit Matter	How our audit addressed the key audit matter
TAS 29 - Financial Reporting in Hyperinflationary Economies	
<p>TAS 29 “Financial Reporting in Hyperinflationary Economies” has been applied in the consolidated financial statements of the Group for the year ended December 31, 2023.</p> <p>TAS 29 requires the consolidated financial statements to be restated to reflect the current purchasing power at the end of the reporting period. Therefore, transactions in 2023 and non-monetary balances at the end of the period have been restated to reflect the current price index at the balance sheet date of December 31, 2023. The application of TAS 29 has a significant impact on the consolidated financial statements on a widespread and consistent basis.</p> <p>For these reasons, together with the risk that the data used in the application of TAS 29 may not be accurate and complete, and considering the additional audit effort required, we have identified the application of TAS 29 as a key audit matter.</p> <p>Disclosures on the application of TAS 29 are included in Note 2.</p>	<p>During our audit, we performed the following audit procedures related to the application of TAS 29:</p> <p>Understanding and assessing the process and controls over the application of TAS 29 designed and implemented by management,</p> <p>Checking whether the distinction between monetary and non-monetary items made by management is made in accordance with TAS 29,</p> <p>Obtaining detailed lists of non-monetary items and testing the original recording dates and amounts using the sample method,</p> <p>Evaluating the calculation methods used by management and checking whether they are used consistently in each period,</p> <p>Checking the general price index rates used in the calculations with the coefficients obtained from the Consumer Price Index in Turkey published by the Turkish Statistical Institute,</p> <p>Testing the mathematical accuracy of non-monetary items, statement of profit or loss and statement of cash flows restated for the effects of inflation,</p> <p>Assessing the adequacy of the disclosures in the notes to the consolidated financial statements of the application of TAS 29 in accordance with TFRSs.</p> <p>Understanding and assessing the process and controls over the application of TAS 29 designed and implemented by management,</p>



Key audit matter	How our audit addressed the key audit matter
Revenue recognition	
<p>The Group's principal activities are the sale of electricity generated from Çan-2 Thermal Power Plant and the sale of coal mines. Revenue is the most important indicator in the Group's consolidated performance evaluation.</p> <p>During the year ended December 31, 2023, the Group generated total revenues of TL 5.830.921.755. Revenue is significant matter for our audit since it is the most important financial statement item in the income statement for the period ending December 31, 2023, in terms of evaluating the results of the strategies applied and the follow-up of the performance of the Group.</p> <p>Explanations on the accounting policies and revenue amount of the Group are included in Notes 2 and 22.</p>	<p>The following audit procedures have been applied for the recognition of revenue:</p> <p>Understanding of sales processes and evaluating the design and operating effectiveness of the controls related to these processes,</p> <p>Evaluating the accuracy of the Group's accounting policy for the recognition of the revenue, reviewing the related-party sales.</p> <p>Performing analytical procedures regarding whether the revenue recorded in the consolidated financial statements is at the expected level,</p> <p>Performing tests with sampling method regarding the accuracy of customer invoices and matching these invoices with the delivery notes (coal sales) and collections made from customers,</p> <p>Examining the sales contracts made by the Group with customers and evaluating the timing of the revenue to be included in the financial statements for different delivery methods,</p> <p>Obtaining information that will ensure the accuracy of the estimates from the commercial units regarding the invoices issued and received in the following period and the accruals calculated in the following period, and verification of the accrual amounts, due to the special circumstances arising from the operation of the energy market.</p>



Key Audit Matter	How our audit addressed the key audit matter
Accounting for Inventories	
<p>TL 31.267.803 of raw materials and supplies, TL 747.234.189 of inventory in progress, TL 361.040.552 of finished goods, TL 8.034.634 of merchandise and TL 115.797.473 of other inventories, which are included in the total inventories amounting to TL 1.263.374.650 in the consolidated financial statements dated 31.12.2023, may be impaired due to damage, partial or total loss of value due to external factors or non-recoverability in case of a decrease in selling price and economic factors.</p> <p>Details of inventories are disclosed in Note 9.</p> <p>As a result of management's estimates and assumptions, no provision for impairment on inventories has been recognized in the current period. These estimates and assumptions include the evaluation of slow-selling inventories and the evaluation of inventories that have not moved for a certain period of time and damaged inventories. For these reasons, inventories are an important matter for our audit.</p>	<p>During our audit, we performed the following audit procedures in relation to inventories:</p> <p>Understanding and assessing the appropriateness of the accounting policy for provision for impairment of inventories,</p> <p>Discussions with the Group management regarding the risk of impairment of inventories due to loss of value of inventories, partial or total loss of value due to external factors, or inability to recover inventories in the event of a decrease in selling price,</p> <p>Comparison of inventory turnover rate with the previous year,</p> <p>Evaluating the absence of any impairment provision for inventories in the current period because of management's estimates and assumptions,</p> <p>Sample testing of selling prices net of discounts used in the calculation of net realizable value.</p>



Key audit matter	How our audit addressed the key audit matter
Cash Flow Hedging Accounting	
<p>The Group associates its budgeted electricity energy sales with Elektrik Üretim Anonim Şirketi until the end of 2030 with the Euro denominated loans received in relation to the electricity generation investment. Contractual sales are indexed to USD and these contracts are affected by the exchange rate changes between Turkish Lira and USD. The Company hedges this foreign exchange risk with its Euro denominated borrowings.</p> <p>As of December 31, 2023, the amount of cash flow hedge losses classified under the shareholders equity amounting to TL 1.298.173.522 is considered to be significant with respect to the financial statements.</p> <p>Group has closed its foreign currency denominated loans as of 31.07.2023 and the related losses will be weighted in accordance with the projected sales projection and transferred to the income statement together with the sales realization as soon as the hedge accounting is terminated.</p> <p>Cash flow hedge accounting is structurally complex and has been considered a key audit matter since it is a matter which requires professional expertise.</p>	<p>We reviewed the formal description and documentation of the risk management objectives and strategy that led the Company to enter into cash flow hedges within the framework of the definitions of hedge accounting set out in the Recognition and Measurement Standard. We checked the cash flow hedge accounting model calculations, risk management strategy, risk management objectives, hedging relationship, nature of the hedged risk, and the method of measurement of hedge effectiveness prepared by the consulting services organization for the Company.</p> <p>We checked the mathematical accuracy and recognition of the related accounting record. We assessed the adequacy of the disclosures in the notes to the financial statements related to cash flow hedge accounting.</p>



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

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 financial statements, management is responsible for assessing the Company'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 Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

5. Auditor's Responsibility for the Audit of the Financial Statements

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 expressed as a result of an independent audit conducted in accordance with ISA is a high level of assurance but does not guarantee that a material misstatement will always be detected. Misstatements can arise from fraud or error. Misstatements 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 financial statements.

As part of an independent audit conducted in accordance with ISA, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- 】 Identify and assess the risks of material misstatement of 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.)
- 】 Obtain an understanding of 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 auditor’s report. However, future events or conditions may cause the Group to cease to continue as a going concern.

› 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 also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to 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 communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

B) Report on Other Legal and Regulatory Requirements

In accordance with paragraph 4 of Article 402 of the Turkish Commercial Code, no significant matter has come to our attention that causes us to believe that the Company’s bookkeeping activities for the period January 1, December 31, 2023 and financial statements are not in compliance with laws and provisions of the Company’s articles of association in relation to financial reporting.

In accordance with paragraph 4 of Article 402 of the Turkish Commercial Code, the Board of Directors submitted to us the necessary explanations and provided required documents within the context of audit.

AS Bağımsız Denetim ve YMM A.Ş.

O. Tuğrul Özsüt
Engagement Partner

Istanbul, 14 March 2024





6,290.30

12,919.61

25,089.47

22,696.42

74.16

03

CHAPTER

FINANCIAL STATEMENTS



CONTENTS

CONSOLIDATED STATEMENT OF FINANCIAL POSITION	68
CONSOLIDATED STATEMENT OF PROFIT OR LOSS/OTHER COMPREHENSIVE INCOME	71
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY	72
CONSOLIDATED STATEMENT OF CASH FLOW	74
1. GROUP'S ORGANIZATION AND NATURE OF OPERATIONS	76
2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS	78
3. BUSSINES COMBINATION	97
4. INTEREST IN OTHER ENTITIES	97
5. SEGMENT REPORTING	97
6. RELATED PARTIES TRANSACTIONS	98
7. TRADE RECEIVABLES AND PAYABLES	101
8. OTHER RECEIVABLES AND PAYABLES	102
9. NVENTORIES	104
10. PREPAID EXPENSES AND DEFERRED INCOME	104
11. PROPERTY, PLANT AND EQUIPMENT	105
12. INTANGIBLE ASSETS	107
13. EXPLORATION AND EVALUATION OF MINERAL RESOURCES	108
14. RIGHT USE OF ASSETS	109
15. IMPAIRMENT OF ASSETS	110
16. GOVERNMENT GRANTS	110
17. BORROWING COSTS	111
18. PROVISIONS, CONTINGENT ASSETS AND LIABILITIES	111
19. EMPLOYEE BENEFITS	114
20. OTHER ASSETS AND LIABILITIES	117
21. SHARE CAPITAL, RESERVES, AND OTHER EQUITY ITEMS	118
22. REVENUE AND COST OF SALES	121
23. EXPENSES BY NATURE	121

24. GENERAL ADMINISTRATIVE EXPENSES, MARKETING & SELLING EXPENSES	122
25. OTHER OPERATING INCOME AND EXPENSES	122
26. INVESTMENT INCOME AND EXPENSES	123
27. FINANCIAL INCOME AND EXPENSES	124
28. ANALYSIS OF OTHER COMPREHENSIVE INCOME ITEMS	124
29. INCOME TAXES (INCLUDING DEFERRED TAX ASSETS AND LIABILITIES)	125
30. EARNINGS PER SHARE	128
31. REPORTING IN HYPERINFLATIONARY COUNTRIES	128
32. FINANCIAL INSTRUMENTS	129
33. NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS	132
34. FINANCIAL INSTRUMENTS (Fair value explanations and hedge accounting)	139
35. SUBSEQUENT EVENTS	140
36. FEES PAID FOR THE AUDIT SERVICES	141
37. DERIVATIVE FINANCIAL INSTRUMENTS	141
38. OTHER ISSUES THAT SIGNIFICANTLY AFFECT THE FINANCIAL STATEMENTS OR REQUIRED FOR UNDERSTANDING OF THE FINANCIAL STATEMENTS	141
39. EXPLANATION OF CASH FLOW STATEMENT	142
40. EXPLANATION OF SHARE CAPITAL, RESERVES, AND OTHER EQUITY ITEMS	143
41. CASH AND CASH EQUIVALENTS	143
42. EARNINGS BEFORE INTEREST TAXES DEPRECIATION AND AMORTIZATION (EBITDA)	145

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023

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

		Current Year Audited Consolidated	Prior Year Audited Consolidated
ASSETS	Notes	31.12.2023	31.12.2022
Current Assets			
Cash and Cash Equivalents	41	112,198,945	345,120,633
Trade Receivables	6-7	2,224,050,971	1,507,537,080
<i>Trade Receivables from Related Parties</i>	6	440,022,535	821,656,002
<i>Trade Receivables from Third Parties</i>	7	1,784,028,436	685,881,078
Other Receivables	6-8	13,031,961	20,745,965
<i>Other Receivables from Related Parties</i>	6	7,807,146	16,444,220
<i>Other Receivables from Third Parties</i>	8	5,224,815	4,301,745
Inventories	9	1,263,374,650	981,829,540
Peşin Ödenmiş Giderler	10	169,842,321	84,598,172
Other current tax assets	29	5,753,749	5,386,188
Other Current Assets	20	453,302,313	622,022,607
TOTAL CURRENT ASSETS		4,241,554,910	3,567,240,185
Non-current Assets			
Other Receivables	6-8	205,231	345,963
<i>Other Receivables from Related Parties</i>	6	--	--
<i>Other Receivables from Third Parties</i>	8	205,231	345,963
Property, Plant, and Equipment	11	11,863,141,565	11,986,900,987
Intangible Assets	12	153,686,423	122,690,424
<i>Other Intangible Assets</i>	12	153,686,423	122,690,424
Right to Use Assets	14	11,957,737	2,822,783
Prepaid Expenses	10	33,993,882	1,496,861
Deferred Tax Assets	29	1,408,081,709	1,328,930,570
Other Non-Current assets	20	50,666,744	78,867,748
TOTAL NON-CURRENT ASSETS		13,521,733,291	13,522,055,336
TOTAL ASSETS		17,763,288,201	17,089,295,521

Consolidated financial statements for the period ended on 31.12.2023 have been approved by the Board of Directors Decision dated 22.03.2024 and numbered 2024/4. The accompanying notes form an integral part of these consolidated financial statements.

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

		Current Year Audited Consolidated	Prior Year Audited Consolidated
LIABILITIES	Notes	31.12.2023	31.12.2022
Current Liabilities			
Short-Term Borrowings	32	98,085	--
Short-Term Leasing Liabilities	32	4,576,356	1,419,900
Current Portion of Long-Term Borrowings	32	6,735,925	484,128,072
Other Financial Liabilities	32	7,712,157	1,428,304
Trade Payables	6-7	479,703,135	383,165,537
<i>Trade Payables to Related Parties</i>	6	--	199,817
<i>Trade Payables to Third Parties</i>	7	479,703,135	382,965,720
Short Term Provisions for Employee Benefits	19	32,101,587	15,368,134
Other Payables	6-8	212,611,317	263,372,836
<i>Other Payables to Related Parties</i>	6	58,355,841	27,647,072
<i>Other Payables to Third Parties</i>	8	154,255,476	235,725,764
Deferred Income	10	--	9,284,013
Current Income Tax Liabilities	29	116,839	46,895,124
Short Term Provisions	18-19	14,668,931	18,743,642
<i>Short-Term Provisions for Employee Benefits</i>	19	12,501,007	17,132,117
Other Short-Term Provisions	18	2,167,924	1,611,525
Other Short-Term Liabilities	20	58,501,811	820,793,248
TOTAL CURRENT LIABILITIES		816,826,143	2,044,598,811
Long-Term Borrowings	32	--	3,182,174,740
Long-Term Leasing Liabilities	32	2,157,628	972,376
Other Borrowings	6-8	48,581,632	2,769,605
<i>Other Borrowings to Related Parties</i>	6	--	--
<i>Other Borrowings to Third Parties</i>	8	48,581,632	2,769,605
Long-Term Provisions	18-19	6,771,179	5,457,382
<i>Long-Term Provisions for Employee Benefits</i>	19	6,561,842	5,123,555
Other Long-Term Provisions	18	209,337	333,827
Deferred Tax Liability	29	39,619,776	29,489,141
Other Long-Term Liabilities	20	21,193,391	792,827
TOTAL NON-CURRENT LIABILITIES		118,323,606	3,221,656,071

Consolidated financial statements for the period ended on 31.12.2023 have been approved by the Board of Directors Decision dated 22.03.2024 and numbered 2024/4. The accompanying notes form an integral part of these consolidated financial statements.

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023

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

		Current Year Audited Consolidated	Prior Year Audited Consolidated
EQUITY	Notes	31.12.2023	31.12.2022
Shareholders' Equity		16,828,138,452	11,823,040,641
Share Capital	21	938,116,903	320,000,000
Capital Adjustment Positive Differences		1,400,283,822	1,125,871,650
Share Premium/Discount	21	3,158,787,488	647,361,591
Accumulated Comprehensive Income and Expenses to be Reclassified to Profit or Loss	21-37	(1,302,174,925)	(1,265,583,370)
<i>Hedging Gain/Loss</i>	37	(1,298,173,522)	(1,262,459,888)
<i>Other Gain/Loss</i>	21	(4,001,403)	(3,123,482)
Restricted Reserves Separated from Profit	21	40,903,077	--
Capital Advances	21	1,474,418,200	--
Prior Years Profits / Losses	21	10,671,042,937	8,387,400,759
Net Profit /Loss	30	446,760,950	2,607,990,010
Non-Controlling Interests		--	--
TOTAL SHAREHOLDER'S EQUITY		16,828,138,452	11,823,040,641
TOTAL LIABILITIES		17,763,288,201	17,089,295,521

Consolidated financial statements for the period ended on 31.12.2023 have been approved by the Board of Directors Decision dated 22.03.2024 and numbered 2024/4. The accompanying notes form an integral part of these consolidated financial statements.

ÇAN2 TERMİK A.Ş.**CONSOLIDATED INCOME STATEMENT AS OF 31 DECEMBER 2023**

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

		Current Year Audited Consolidated	Prior Year Audited Consolidated
INCOME STATEMENT	Notes	01.01 - 31.12.2023	01.01 - 31.12.2022
Sales	22	5,830,921,755	11,399,575,659
Cost of Sales	23	(4,860,499,685)	(7,492,615,343)
GROSS PROFIT / LOSS		970,422,069	3,906,960,316
General Administrative Expense (-)	24	(111,723,748)	(122,971,605)
Marketing, Selling and Distribution Expense (-)	24	(73,152,992)	--
Other Operating Income	25	132,188,983	86,390,950
Other Operating Expense (-)	25	(313,187,612)	(186,486,184)
OPERATING PROFIT / LOSS		604,546,700	3,683,893,477
Income from Investment Activities	26	2,732,911	60,652,922
Expenses from Investment Activities (-)	26	(1,086,036)	(3,517)
OPERATING PROFIT / LOSS BEFORE FINANCE EXPENSE		606,193,575	3,744,542,882
Financial Income	27	1,121,365,364	792,672,397
Financial Expenses (-)	27	(914,988,507)	(2,174,253,333)
Net Monetary Position Gains (Losses)		(917,129,028)	(645,633,714)
PROFIT BEFORE TAX FROM CONTINUING OPERATIONS		(104,558,596)	1,717,328,232
Tax Income / (Expense) from Continuing Operations		551,319,546	890,661,778
Current Period Tax Expense / (Income)	29	(140,340)	(59,877,381)
Deferred Tax Expense / (Income)	29	551,459,886	950,539,159
PROFIT / LOSS FROM CONTINUING OPERATIONS		446,760,950	2,607,990,010
PROFIT / LOSS FROM DISCONTINUED OPERATIONS			
NET PROFIT / LOSS FOR THE PERIOD		446,760,950	2,607,990,010
Distribution of Profit / Loss for the Period			
Non-Controlling Interests		--	--
Attributable to Equity Holders of the Parent	21	446,760,950	2,607,990,010
Earnings per Share			
Earnings per Share from Operating Activities	30	0,602368	8,149969
OTHER COMPREHENSIVE INCOME		(877,922)	(2,529,769)
Items not to be Reclassified to Profit or Loss		(877,922)	(2,529,769)
Actuarial Gain / (Loss) Arising from Defined Benefit Plans	19-28	(1,170,562)	(3,162,211)
Tax Effect	19-22	292,640	632,442
Items to be Reclassified to Profit or Loss		(531,991,859)	(340,988,653)
Gain/Loss of Protection from Cash Flow Risk	37	(773,170,950)	(423,865,116)
Gain/Loss from Deferred Tax	29	241,179,091	82,876,463
OTHER COMPREHENSIVE INCOME		(532,869,781)	(343,518,422)
TOTAL COMPREHENSIVE INCOME		(86,108,831)	2,264,471,588

Consolidated financial statements for the period ended on 31.12.2023 have been approved by the Board of Directors Decision dated 22.03.2024 and numbered 2024/4. The accompanying notes form an integral part of these consolidated financial statements.

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENTS OF CHANGE IN EQUITY AS OF 31 DECEMBER 2023
(Amounts expressed in Turkish Lira (“TL”) unless otherwise indicated)

	Items not to be Reclassified to Profit or Loss			
	Share Capital	Capital Adjustment Differences	Premium/Discounts from Share Issuance	Actuarial Gain/(Loss)
Balance at 01.01.2022	320,000,000	1,125,871,650	647,361,591	(593,713)
Other Comprehensive Income/ Expense	--	--	--	(2,529,769)
Transfers	--	--	--	--
Net Profit / Loss for the Year	--	--	--	--
Balance at 31.12. 2022	320,000,000	1,125,871,650	647,361,591	(3,123,482)
Balance at 01.01.2023	320,000,000	1,125,871,650	647,361,591	(3,123,482)
Other Comprehensive Income/ Expense	--	--	--	(877,921)
Transfers	480,000,000	--	(185,332,488)	--
Capital Increase	138,116,903	--	2,696,758,385	--
Increase/Decrease from other changes	--	274,412,172	--	--
Net Profit / Loss for the Year	--	--	--	--
Balance at 31.12.2023	938,116,903	1,400,283,822	3,158,787,488	(4,001,403)

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

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENTS OF CHANGE IN EQUITY AS OF 31 DECEMBER 2023**

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

Accumulated profit						
Gain/Loss from Hedging	Capital Advance	Restricted Reserves	Retained Earnings	Net Profit for the Year	Non-Controlling Interest / Profit	Total Equity
(1,150,877,616)	--	--	8,877,216,605	(489,815,847)	--	9,329,162,669
(111,582,272)	--	--	--	--	--	(114,112,041)
--	--	--	(489,815,847)	489,815,847	--	--
--	--	--	--	2,607,990,010	--	2,607,990,010
(1,262,459,888)	--	--	8,387,400,759	2,607,990,010	--	11,823,040,638
(1,262,459,888)	--	--	8,387,400,759	2,607,990,010	--	11,823,040,640
(35,713,634)	--	--	--	--	--	(36,591,554)
--	--	27,307,068	2,286,015,430	(2,607,990,010)	--	--
--	1,474,418,200	--	--	--	--	4,309,293,488
--	--	13,596,009	(2,373,252)	--	--	285,634,928
--	--	--	--	446,760,950	--	446,760,950
(1,298,173,522)	1,474,418,200	40,903,077	10,671,042,936	446,760,950	--	16,828,138,452

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF CASH FLOW AS OF 31 DECEMBER 2023
(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated)

		Current Year Audited Consolidated	Prior Year Audited Consolidated
	Notes	01.01-31.12.2023	01.01-31.12.2022
A. CASH FLOW FROM OPERATING ACTIVITIES		4,552,960,995	4,771,652,791
Period income / loss		446,760,950	2,607,990,012
Adjustments to Reconcile Net Profit / (Loss) for the Period		5,922,051,528	3,800,440,757
Adjustments Related to Depreciation and Amortization Expense	11-12-14-23-24	797,741,538	481,424,889
Adjustments Related to Impairment (Reversal) of Receivables	7	1,533,051	--
Adjustments Related to Provisions (Reversal) for Employee Benefits	19	4,821,620	6,000,126
Adjustments Related to Lawsuit Provision (Reversal)	18	556,398	(933,738)
Adjustments Related to (Reversal of) Provisions Set As Per Sectoral Requirements	18	(124,491)	(167,035)
Deferred Finance Expenses arising from Credit Purchases	7-8	30,073,296	9,326,308
Unearned Finance Income arising from Credit Sales	7-8	(43,482,149)	(8,644,107)
Adjustments for Interest Expenses	20	58,501,811	820,793,248
Adjustments for Interest Income	20	(415,386,972)	(539,033,646)
Adjustments for Unrealized Foreign Currency Translation Differences	--	945,099,696	572,229,274
Adjustments for Tax Expense / Income	29	(1,766,150,774)	656,752,526
Adjustments for Fair value Gain/loss	37	(35,713,634)	(111,582,272)
Adjustments Related to Monetary (Loss)/Gain	--	6,344,582,138	1,914,275,182
Changes in Working Capital		(1,814,973,561)	(1,634,248,210)
Increase/Decrease in Inventor	9	(531,822,122)	(293,507,922)
Increase/Decrease in Trade Receivables from Related Parties	6	381,633,467	(744,468,081)
Increase/Decrease in Trade Receivables from Third Parties	7	(1,129,752,568)	(352,316,695)
Increase/Decrease in Other Receivables from Related Parties	6	8,635,937	(14,839,961)
Increase/Decrease in Other Receivables from Third Parties	8	(782,338)	3,337,902
Changes in Other Assets	20	611,940,710	309,214,011
Increase/Decrease in Trade Payables to Related Parties	6	(199,817)	(1,197,410)
Increase/Decrease in Trade Payables to Third Parties	7	140,203,509	(160,602,668)
Change in Prepaid Expenses	10	(117,813,099)	(39,917,972)
Changes in Employee Benefit Obligations	19	11,911,834	(7,185,365)
Increase/ Decrease in Other Payables to Related Parties	6	30,708,769	(252,222,302)
Increase/ Decrease in Other Payables to Third Parties	8	(35,642,206)	144,427,623
Provisions for Employee Benefits	19	(3,192,823)	5,497,012
Changes in Deferred Tax	10	(9,284,013)	(156,086,353)
Change in Other Liabilities	20	(1,171,518,802)	(74,380,030)

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF CASH FLOW AS OF 31 DECEMBER 2023
(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated)

		Current Year Audited Consolidated	Prior Year Audited Consolidated
	Notes	01.01-31.12.2023	01.01-31.12.2022
Cash Flow from Activities		4,553,838,917	4,774,182,559
Other Loss/ Gain	21	(877,921)	(2,529,769)
B. CASH FLOW FROM INVESTMENT ACTIVITIES		(5,111,215,995)	(1,362,422,990)
Cash Inflows from the Sales of Property, Plant and Equipment and Intangible Assets	11	2,732,911	60,652,922
Cash Outflows from the Purchases of Property, Plant, and Equipment	11	(4,962,547,044)	(1,383,109,005)
Cash Outflows from the Purchases of Intangible Assets	12	(142,266,908)	(46,051,292)
Cash Outflows from the Right of Use Assets	14	(9,134,954)	6,084,385
C. CASH FLOW FROM FINANCIAL ACTIVITIES		1,327,612,236	(646,677,047)
Cash Inflows from the Issuance of Equity and Other Equity-Based Instruments	21	4,479,842,000	--
Cash Inflows from Financial Lease Agreements	32	4,341,708	(1,824,957)
Cash Inflows from Bank Loans	32	165,406	180,096,087
Cash Inflows Related to Debt Payments Resulting from Lease Agreements	14	12,066,411	137,878
Cash Outflows from the Payments of Bank Loans	32	(3,163,593,145)	(822,846,448)
Cash Outflows Related to Debt Payments Resulting from Lease Agreements	14	(5,215,607)	(2,245,090)
Cash Inflows from Other Financial Debt Payments	32	5,463	5,484
EFFECT OF MONETARY GAIN/(LOSS) ON CASH AND CASH EQUIVALENTS		(1,002,278,925)	(2,481,182,696)
NET CHANGES IN CASH AND CASH EQUIVALENTS		(232,921,688)	281,370,058
CASH AND CASH EQUIVALENTS AS OF JANUARY 1		345,120,633	63,750,576
CASH AND CASH EQUIVALENTS AS OF DECEMBER 31		112,198,945	345,120,633

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

ÇAN2 TERMİK A.Ş.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023

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

1. GROUP'S ORGANIZATION AND NATURE OF OPERATIONS

Çan2 Termik A.Ş.

Çan2 Termik A.Ş. ("Company", "Parent") was established on May 27, 2003 as Çan Kömür İnşaat A.Ş. The name of the Company was changed into Çan2 Termik A.Ş. subsequent to the registration of the decision of the Extraordinary General Assembly, held on January 19, 2021, to the Istanbul Commercial Registry Office on January 21, 2021. The related change was published in the Turkish Trade Registry Gazette on January 26, 2021, and numbered 10253. The Company is engaged in establishing and leasing electricity generation facilities, selling electricity energy and capacity produced by the Company to the customers. The Company's registered office address is Barbaros Mahallesi Karanfil Sokak Varyap Meridian Sitesi No:1D Ataşehir / Istanbul.

The license of the Çan-2 Thermal Power Production Facility, located in Çan / Çanakkale, with the installed power of 340 MW/330 MWe, was activated by the decision, numbered by 6083-2, taken by Energy Market Regulatory Authority on January 28, 2016. Ministerial acceptance of the Çan-2 Thermal Power Production Facility was made on August 1, 2018. In addition, the Industrial Registration Certificate, dated August 10, 2020, numbered by 720480, and the Capacity Report, valid until July, 29 2022, numbered by 79, have been obtained with regard to the Thermal Power Production Facility. As of December 31, 2023, the average number of employees of the Group is 739.

As of 31 December 2023, the total amount of share capital of the Company is TL 938.116.902,57. The breakdown of the shareholders is as follows:

	31.12.2023	31.12.2022
Odaş Elektrik Üretim Sanayi Ticaret A.Ş.	58.44%	76.77%
Publicly Owned Shares	41.56%	23.23%

Subsidiaries

Yel Enerji Elektrik Üretim Sanayi A.Ş.

Yel Enerji Elektrik Üretim Sanayi A.Ş. ("Yel Enerji") was established on 22.10.2007. Yel Enerji was founded in order to establish and rent electricity power generation facility, selling electricity produced by the Company to the customers. As of December 31, 2023, the average number of employees of Yel Enerji is 127.

The Mining License, numbered by IR:17517 was purchased by Yel Enerji in Bayramiç / Canakkale region and the related transfer was completed. The Company's registered office address is Barbaros Mahallesi Karanfil Sokak Varyap Meridian Sitesi No:1D Ataşehir / Istanbul.

With the Share Purchase Agreement signed on October 20, 2016, the shareholders of Yel Enerji transferred all their shares to Çan Kömür2 Termik A.Ş. at nominal value. Accordingly, Yel Enerji was included in the consolidated financial statements.

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

1. GROUP'S ORGANIZATION AND NATURE OF OPERATIONS (Cont'd)**Yel Enerji Elektrik Üretim Sanayi A.Ş. (Cont'd)**

As of 31 December 2023, the share capital of the Company amounted to TL 6.000.000 The shareholder structure is as follows:

	31.12.2023	31.12.2022
Çan2 Termik A.Ş.	100%	100%

Çan 2 Trakya Kömür Maden A.Ş.

Çan2 Termik A.Ş. participated as founding shareholder with 100% shareholding in Çan 2 Trakya Kömür Maden A.Ş. ("Çan 2 Trakya") on June 18, 2019. Accordingly, Çan 2 Trakya Kömür Maden A.Ş. is included in the consolidated financial statements.

Çan 2 Trakya was established to engage in the purchase, sale, manufacture, assembly and import of all-natural stones, mineral ores in the form of finish and semi finish goods. The Company's registered office address is Barbaros Mahallesi Karanfil Sokak Varyap Meridian Sitesi No:1D Ataşehir / Istanbul. As of December 31, 2023, the average number of employees of Çan2 Trakya is 2.

The company has a royalty agreement valid until 06.01.2027 for the coal field located in Tekirdağ, Malkara, İbrice village.

As of 31 December 2023, the total amount of share capital of the Company is TL 550.000. The shareholder structure is as follows:

	31.12.2023	31.12.2022
Çan2 Termik A.Ş.	100%	100%

Details of EMRA licenses held by parent company and subsidiaries as of 31 December 2023 are as below

License Owner	License Type	License Number	Effective Date of License	License Duration
ÇAN2 Termik	Production	EÜ/6083-2/03428	28.01.2016	17 Year

The information regarding the licenses of the parent company and subsidiaries as of 31 December 2023 are as below

License Owner	License Group	License Type	License Number	Effective Date of License	License Duration
YEL ENERJİ	IV. Group	Operation	17517	05.01.2015	05.01.2025
YEL ENERJİ	IV. Group	Research	201900443	09.04.2019	09.04.2026
YEL ENERJİ	IV. Group	Operation	80272	25.01.2019	25.01.2029

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS

a. Basis of presentation

Accounting policies

The accompanying consolidated financial statements are prepared in accordance with the announcement of the Capital Markets Board ("CMB") "Communiqué on Principles Regarding Financial Reporting in the Capital Markets" ("Communiqué") No. II-14.1 published in the Official Gazette dated 13.06.2013 and numbered 28676 and Turkish Financial Reporting Standards ("TFRS") published by Public Oversight Accounting and Auditing Standards Board ("POA").

TFRS includes standards and interpretations under the name of Turkish Accounting Standards ("TAS"), Turkish Financial Reporting Standards ("TFRS"), Turkish Accounting Standards Comments and Turkish Financial Reporting Standards Comments published by POA.

Functional and presentation currency

The Group prepares and maintains its legal books and prepares its statutory financial statements in accordance with the Turkish Commercial Code ("TCC"), accounting principles set forth by tax legislation and the Uniform Chart of Accounts issued by the Ministry of Finance. The valid currency of the Group is Turkish Lira ("TL"). These consolidated financial statements are presented in TL, which is valid currency of the Group.

Application of Financial Reporting in High Inflation Economies

Companies applying TFRS will be able to use inflation accounting in accordance with TAS 29 Financial Reporting Standard in High Inflation Economies, starting from their financial statements for the annual reporting period ending on or after 31 December 2023, with the statement made by the Public Oversight Accounting and Auditing Standards Authority (KGK) on 23 November 2023. started to be implemented. TAS 29 applies to the financial statements, including consolidated financial statements, of entities whose functional currency is the currency of a hyperinflationary economy.

In accordance with the standard, financial statements prepared based on the currency of a hyperinflationary economy are prepared in the purchasing power of this currency at the balance sheet date. For comparison purposes in prior period financial statements, comparative information is expressed in terms of the current measurement unit at the end of the reporting period. Therefore, the Group has presented its consolidated financial statements as of December 31, 2022, on the basis of purchasing power as of December 31, 2023.

In accordance with the CMB's decision dated December 28, 2023 and numbered 81/1820, issuers and capital market institutions subject to financial reporting regulations applying Turkish Accounting/Financial Reporting Standards are required to apply inflation accounting by applying the provisions of TAS 29 to their annual financial statements for the accounting periods ending on December 31, 2023.

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Cont'd)**Application of Financial Reporting in High Inflation Economies (Cont'd)**

The restatements in accordance with TAS 29 have been made using the adjustment factor derived from the Consumer Price Index ("CPI") in Turkey published by the Turkish Statistical Institute ("TURKSTAT"). As at December 31, 2023, the indices and adjustment factors used in the restatement of the consolidated financial statements are as follows:

Date	Index	Correction Coefficient
31.12.2023	1,859.38	1
31.12.2022	1,128.45	1.647
31.12.2021	686.95	2.706

Basis of Consolidation

The consolidated financial statements were prepared by the Parent Company, Çan2 Termik A.Ş. The consolidated financial statements have been prepared in accordance with Accounting Standard for Turkey TAS 27 Consolidated and Separate Financial Statements.

Consolidated financial statements include all subsidiaries of the Parent company.

- The amount of investment in each subsidiary of parent company and the amount that relates to the share of the parent company from the equity of the subsidiaries are eliminated.
- Amount that relates with minority shares from the profit/loss of consolidated subsidiaries for the period are determined, and the amount that relates with minority shares of the net assets of consolidated subsidiaries are determined separately from the amount that relates with parent company. Amount that relates with minority shares of net assets; Minority shares calculated at the time of the merge in accordance with TFRS 3; It consists of amounts that relates minority shares from changes in equity after the date of the merge.
- Intra-group balances, transactions, income and expenses are completely eliminated.
- Intra-group balances and transactions, including income, expenses and dividends, are completely eliminated. Profit and losses resulting from intra-group transactions and included in the assets such as inventories and tangible assets are completely eliminated. Intra-group losses may indicate a impairment in assets that should be reflected in the consolidated financial statements. TAS 12 "Income Taxes" Standard is applied for the determination of temporary differences arises during the elimination of profit and loss originated from intra-group transactions.
- If the financial statements of any of the companies included in the consolidated financial statements are prepared using different accounting policies for similar transactions and other events of similar circumstances, the necessary corrections are made to the financial statements of the company concerned during the preparation of the consolidated financial statements.

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Cont'd)

Basis of Consolidation (Cont'd)

- The parent company and the subsidiaries financial statements used in the preparation of the consolidated financial statements were prepared as of the same date. Similar accounting policies have been adopted for consolidated financial statements, similar transactions and other events of similar circumstances.
- The income and expense of subsidiaries are included in the consolidated financial statements from the date of acquisition set forth in TFRS 3, which continues until the date when the parent company loses control over the subsidiary. When the subsidiary is disposed of; the difference between the revenue obtained and the book value of the subsidiary is reflected in the consolidated income statement as earning or loss. With regard to this transaction, the accumulated currency differences directly associated with equity, if any, in accordance with the "Effects of TAS 21 Exchange Rate Change" Standard are taken into account in the calculation of gain or losses.
- Minority interest can be shown at equities section in consolidated statement of financial position separately from equities amount of partnership. The Group's loss or profit amount for minority interest should be shown also separately on financial statements.

Comparative Information and Correction of Prior Financial Statements

The Group has prepared the comparative consolidated statement of financial position as of December 31, 2023 with December 31, 2022, the comparative consolidated comprehensive income statement and cash flow statement for the accounting period 1 January 1- 31 December 2023, with 1 January 1- 31 December 2022, comparative consolidated shareholder's equity movement for the accounting period 1 January 1- 31 December 2023, with 1 January 1- 31 December 2022. When comparative information is deemed necessary to ensure compliance with the presentation of the consolidated financial statements for the current period, it is reclassified, and significant differences are explained.

Changes in accounting policies

If the change in accounting policies is applied retrospectively, the Group must adjust the opening balance of each affected equity item in the financial statements for the earliest period and present comparable information to previous periods as if the new accounting policy had been applied in the past. If the change in accounting policy requires retrospective application but the effect of the change cannot be determined on a period-specific or cumulative basis, retrospective application may not be applied.

b. Changes and misstatements in accounting estimates

If the effect of the change in accounting estimates cause a change in the assets, liabilities or equity items, the book values of the relevant assets, liabilities or equity items should be adjusted in the period in which the change is made. Prospective approach of the effect of a change in the accounting estimate means that it is applied to transactions, events and conditions after the date of change in the estimate. Except for cases where the period-specific or cumulative effects regarding the error cannot be calculated, previous period errors are corrected through retrospective rearrangement.

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Cont’d)

b. Changes and misstatements in accounting estimates (Cont’d)

In the preparation of the consolidated financial statements, the Group management is required to make estimations and assumptions that will affect the asset and liability amount, determine the possible liabilities and commitments as of the balance sheet date and the income and expense amount as of the reporting period. Actual results may differ from estimations and assumptions. These estimates and assumptions are reviewed regularly, necessary corrections are made and reflected in the operating results of the relevant period.

Important Accounting Assessments, Estimates and Assumptions

The preparation of financial statements requires the use of estimates and assumptions that may affect the amount of assets and liabilities reported as of the statement of financial position date, disclosure of contingent assets and liabilities, and the amount of income and expenses reported during the accounting period. Although these estimations and assumptions are based on the optimum knowledge and practice of Group management regarding the current events and transactions, actual results may differ from the assumptions. In the next financial reporting period, estimations and assumptions that may cause significant changes in the book value of assets and liabilities are stated below:

Inventories: Inventories are examined and recorded physically. The inventories used or sold in production in monthly periods are recorded in the relevant accounts.

Provision for employee benefit: Employment termination benefits pay liability is determined by actuarial calculations based on some assumptions including discount rates, future salary increases and employee turnover rates. Since these plans are long term, these assumptions contain significant uncertainties.

Determination of fair value: Certain estimations are set in the use of observable and non-observable market information used to determine fair value.

Useful lives of tangible and intangible assets: The Group management makes important assumptions in the determination of the useful lives of tangible and intangible assets in line with the experience of the technical team and the forward-looking marketing and management strategies for special costs.

Facility, machinery, and devices are reflected in the financial statements with their fair values determined in the valuation studies performed by an independent professional and real estate appraisal company licensed by the Capital Markets Board (“CMB”). The frequency of revaluation studies is determined in a way to ensure that the book values of the revalued tangible fixed assets do not differ significantly from their fair values as of the end of the relevant reporting period. The frequency of revaluation studies depends on the change in the fair values of tangible fixed asset items. In cases where the fair value of a revalued asset is significantly different from its book value, the revaluation study should be repeated, and this study is performed for the entire asset class in which the revalued asset is located as of the same date. On the other hand, it is not deemed necessary to repeat the revaluation studies for tangible fixed assets whose fair value changes are insignificant. As of the current period, there is no need for a re-valuation study.

ÇAN2 TERMİK A.Ş.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023

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

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Cont'd)

Important Accounting Assessments, Estimates and Assumptions (Cont'd)

The economic useful lives related to Çan-2 thermal power plant is based on the determinations made by the technical departments regarding the economic life of the facility made during the period when the facility has been taken into the operations.

Deferred tax assets and liabilities: Deferred tax assets are recorded when it is highly likely to benefit from temporary differences and unused previous year financial losses by earning taxable profit in the future. While determining the amount of deferred tax assets to be recorded, it is necessary to make important estimates and evaluations regarding the taxable profits that may occur in the future.

Borrowing costs: The Group has added the borrowing costs of the loans it has used to finance the construction of power plants to the cost of the power plant considered as qualifying assets.

c. Going Concern

The group prepared the consolidated financial statements in the interim period based on going concern.

d. Netting/Offsetting

Financial assets and liabilities are presented net if the required legal right is already present, the presence of intention is to pay the related assets and liabilities in accordance with the net fair value, or if the acquisition of assets and the fulfillment of obligations are intentional simultaneously.

e. Changes in Financial Reporting Standards

As at December 31, 2023, new standards, amendments and interpretations to existing standards effective as of December 31, 2023:

Narrow-scope amendments to TAS 1, Application Statement 2 and TAS 8; Effective for annual periods beginning on or after January 1, 2023. These amendments are intended to improve accounting policy disclosures and help users of financial statements to distinguish between changes in accounting estimates and changes in accounting policies.

Amendment to TAS 12, Deferred tax on assets and liabilities arising from a single transaction; Effective for annual periods beginning on or after January 1, 2023. These amendments require companies to recognize deferred tax on transactions that, when first recognized in the financial statements, give rise to taxable and deductible temporary differences in equal amounts.

IFRS 17, 'Insurance Contracts'; Effective for annual periods beginning on or after January 1, 2023. This standard replaces IFRS 4, which currently permits a wide range of applications. IFRS 17 will fundamentally change the accounting for all entities that issue insurance contracts and investment contracts with discretionary participation features.

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Cont'd)

e. Changes in Financial Reporting Standards (Cont'd)

Amendment to TAS 12, International tax reform - Pillar two model rules; The temporary exemption is effective for the December 2023 year-end and the disclosure requirements are effective for accounting periods beginning after January 1, 2023, with early adoption permitted. These amendments provide companies with a temporary relief on accounting for deferred taxes arising from the Minimum Tax Implementation Guide international tax reform. The amendments also include disclosure requirements for affected companies.

Standards and amendments to standards issued but not yet effective as at December 31, 2023:

Amendment to TAS 1, Long-term liabilities with contractual terms; Effective for annual periods beginning on or after January 1, 2024. These amendments clarify how conditions that an entity must comply with within twelve months after the reporting period affect the classification of a liability.

TFRS 16, Sale and leaseback transactions; Effective for annual periods beginning on or after January 1, 2024. These amendments include the sale and leaseback provisions in TFRS 16 that clarify how an entity accounts for a sale and leaseback transaction after the transaction date. Sale and leaseback transactions where some or all of the lease payments are variable lease payments that are not linked to an index or rate are likely to be affected.

Amendments to TAS 7 and TFRS 7 on supplier financing arrangements; Effective for annual periods beginning on or after January 1, 2024. These amendments require disclosures to increase the transparency of supplier financing arrangements and their impact on an entity's liabilities, cash flows and exposure to liquidity risk. The disclosure requirements are the IASB's response to investor concerns that some companies' supplier financing arrangements are not sufficiently clear and hinder investor analysis.

TAS 21 Lack of Interchangeability; Effective for annual periods beginning on or after January 1, 2025. An entity is affected when it has a transaction or activity in a foreign currency that is not convertible into another currency at a particular measurement date for a particular purpose. A currency can be exchanged when the ability to obtain another currency is available (with a normal administrative delay) and the transaction occurs through a market or clearing mechanism that creates enforceable rights and obligations.

TFRS 1, "General requirements for disclosure of sustainability-related financial information"; Effective for annual periods beginning on or after January 1, 2024. This is subject to the standards being approved by local laws or regulations. This standard contains the basic framework for disclosing material information about all material sustainability-related risks and opportunities that a company is exposed to.

TFRS 2, "Climate-related disclosures"; Effective for annual periods beginning on or after January 1, 2024. This is subject to the standards being approved by local laws or regulations. This is the first standard to establish disclosure requirements for companies about climate-related risks and opportunities. The Group is in the process of assessing the impact of the amendment on financial position or performance of the Group.

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023
(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated)

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Cont'd)

f. Summary of Significant Accounting Policies

Related Parties

It is considered related if one of the following criteria is met:

- a) The related party, directly or indirectly, through one or more intermediaries:
- i) Controlling the business, controlling it by the business or being under joint control with the business (including parent companies, subsidiaries and subsidiaries in the same business branch);
- ii) Has a share that allows it to have significant influence over the group; or,
- iii) Having joint control over the Group;
- b) If the party is a subsidiary of the Group;
- c) If the party is a business partnership in which the Group is a joint venture;
- d) If the party is a member of the key management personnel of the Group;
- e) If the party is a close family member of any individual mentioned in a) or d);
- f) The party; is a business that is controlled, jointly controlled or under significant influence or any individual mentioned in d) or e) has significant voting rights directly or indirectly; or, The party must have benefit plans provided to the employees of the enterprise or an enterprise that is a related party to the enterprise after they leave their roles.

Financial assets

Financial investments are accounted for over the remaining amount after deducting expenses directly associated with the purchase transaction from their fair market value, except for financial assets that fair value difference is reflected in profit or loss and booked at their fair value. Investments are recorded or derecognized on the transaction date that is bound by a contract that requires the delivery of investment instruments in accordance with the period determined by the relevant market. Financial assets are classified as "financial assets at fair value through profit or loss", "financial assets measured at amortized cost", "financial assets at fair value through other comprehensive income".

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss; are financial assets held for trading. When a financial asset is acquired for short-term disposal, it is classified in this category. The mentioned financial assets constituting derivative products that are not determined as an effective protection tool against financial risk are also classified as financial assets whose fair value difference is reflected to profit or loss.

Financial assets measured at amortized cost

Financial asset is classified as a financial asset measured at amortized cost if the terms of the contract for the financial asset, which aims to collect the contractual cash flows of the financial asset, lead to cash flows that include only the principal and interest payments arising from the principal balance at certain dates.

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Cont'd)

Financial assets measured at amortized cost (Cont'd)

It is valued at its discounted cost using the effective interest rate method and provision is made for impairment, if any. Interest income from securities held to maturity is recognized as interest income in the period profit / loss.

Financial assets at fair value through other comprehensive income

Financial assets at fair value through other comprehensive income are financial assets that are held under a business model that aims both to collect contractual cash flow and to sell financial asset, and financial asset with contractual terms that lead to cash flow that are solely payments of principal and interest on the principle amount outstanding at specific date.

Financial assets at fair value through other comprehensive income are initially recognized at their fair value including their transaction cost on the financial statements. However, if the fair value cannot be determined reliably, for those with a fixed maturity, the discount rate is calculated using the internal rate of return method for those who do not have a fixed maturity, they are valued using fair value pricing models or discounted cash flow techniques. Unrealized gains or losses arising from the changes in the fair value of financial assets at fair value through profit and loss is recognized in other comprehensive income are shown below Financial Assets Value Increase / Decrease Fund. In the event that the fair value differences of financial assets that are reflected in other comprehensive income are eliminated, the value in the equity accounts as a result of the fair value application is reflected to the period profit/loss.

Recognition and derecognition of financial assets

The Group reflects the financial assets or liabilities to its balance sheet when it becomes a party to the relevant financial instrument contracts. The Group derecognizes an asset; all or part of it, when it loses its control over its contractual rights. The Group derecognizes a financial liability only if the obligation defined in the contract is eliminated, reversed or expired.

Impairment of financial assets / expected credit loss

At each reporting period, each financial asset's credit risk within the scope of impairment is assessed from the date which it is first recognized in the financial statements. Within this assessment, the change of the default risk of the financial asset is taken into consideration. The expected loss provision estimate is unbiased, weighted according to probabilities, and includes information that can be supported about past events, current conditions, and forecasts for future economic conditions.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade receivables where the carrying amount is reduced through the use of an allowance account. When a trade receivable is uncollectible, it is written off. Subsequent recovery of amount previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognized in the statement of profit or loss.

ÇAN2 TERMİK A.Ş.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023

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

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Cont'd)

Impairment of financial assets / expected credit loss (Cont'd)

With the exception of equity instruments at fair value through other comprehensive income, if, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, the previously recognized impairment loss is reversed through profit or loss to the extent that the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortized cost would have been had the impairment not been recognized.

With regard to fair value of equity instruments, any increase of value of fair value through other comprehensive income, as a subsequence of an impairment loss is recognized, directly realized in equity statement.

Interests, dividends, losses, and gains

Interest, dividends, losses, and gains related to a financial instrument, or a financial liability are recognized as income or expense in profit or loss. Distributions to equity instrument holders are accounted for directly in equity. Transaction costs arising from equity transactions are accounted for as a discount from equity.

Income taxes on distributions to shareholders of equity instruments and transaction costs arising from equity transactions are accounted for in accordance with TAS 12 Income Taxes. The classification of a financial instrument as a financial liability or equity instrument determines whether interest, dividends, losses and gains on that instrument are recognized as income or expense in profit or loss. Thus, dividend payments on shares that are fully accounted for as liabilities are accounted for as expenses, just like interest on bonds.

Similarly, gains and losses associated with the repurchase or refinancing of financial liabilities are recognized in profit or loss, while the repurchase or refinancing of equity instruments is accounted for as a change in equity. Changes in the fair value of the equity instrument are not reflected in the financial statements. An entity generally incurs various costs in issuing or repurchasing its own equity instruments. These costs may include registration and other regulatory fees, legal, financial, and other professional consulting fees, printing costs and stamp duties. From equity transactions costs arising from these transactions are accounted for as a deduction from equity, as long as there are additional costs incurred directly from these transactions, that is, they do not need to be incurred otherwise. In addition, costs related to abandoned equity transactions are recognized as an expense.

Transaction costs related to the issuance of a composite financial instrument are allocated to the debt and equity components of the instrument in proportion to the distribution of the obtained amounts to the related instrument. Transaction costs associated with multiple transactions (for example, costs associated with simultaneous issuance of some stocks and listings of some other stocks) are allocated to the relevant transactions on the basis of an allocation method that is reasonable and consistent with similar transactions. The amount of transaction costs accounted for as a deduction from equity during the period is disclosed separately in accordance with TAS 1.

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Cont’d)

Trade Receivables (Cont’d)

Trade receivables resulting from the provision of products or services to the buyer are accounted for at the amortized value of the receivables, which are recorded at the original invoice value, to be obtained in the following periods using the effective interest method. Short-term receivables with no specified interest rate are shown at the invoice amount unless the effect of the original effective interest rate is significant.

A “simplified approach” is applied within the scope of impairment calculations for trade receivables (with a maturity of less than 1 year) that are accounted at amortized cost in the consolidated financial statements and do not contain a significant financing component. With this approach, allowances for losses on trade receivables are measured at an amount equal to “lifetime expected credit losses”, in cases where trade receivables are not impaired for specific reasons (other than realized impairment losses).

Following the provision for impairment, if all or part of the amount of the impaired receivable is collected, the collected amount is deducted from the provision for impairment and recorded in other income from main activities.

Cash and cash equivalents

Cash and cash equivalents are cash, demand deposits and other highly liquid short-term investments with maturities of 3 or less than 3 months from the date of purchase, immediately convertible into cash, and without significant risk of change in value.

Financial Liabilities

A financial liability is measured at fair value at initial recognition. During the initial recognition of financial liabilities whose fair value difference is not recognized in profit or loss, the transaction costs directly attributable to the underwriting of the related financial liability are added to the said fair value. Financial liabilities are accounted for at amortized cost using the effective interest method, together with the interest expense calculated over the effective interest rate in the following periods.

Inventories

Inventories are valued based on the weighted average cost method by considering the cost or the net realizable value, whichever is the lowest. Net realizable value is the estimated selling price in the ordinary course of business, less the cost of completion and selling expenses. When the net realizable value of inventories falls below its cost, the inventory value is reduced to net realizable value and reflected to the income statement as an expense on the year when the value decrease happened.

If the conditions causing the inventories to reduce to the net realizable value are not effective or if the net realizable value increase due to changing economic conditions; the provision for decrease in value of the stocks is reversed. The reversed amount is limited with the earlier determined amount of decrease in value of the inventories. (Note 9)

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023
(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated)

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Cont'd)

Tangible Fixed Assets

The Group has adopted for the thermal power plant in accordance TAS 16 "Tangible Assets" standard the "Revaluation model" starting from 30.09.2018, based on the reasonable values determined in the valuation studies carried out by an independent valuation company accredited to the CMB.

"Income Approach" was used in the determination of the fair value of the thermic plant of Çan2 Termik A.Ş. This approach was used taking into consideration the ability of the asset to generate income which is a crucial factor impacting the value and the reasonable estimates made with respect to the amount and timing of expected future incomes expected to be generated by the asset. Revaluations are made regularly in a way that does not cause the amount to be determined by using the fair value as of the end of the reporting period to differ materially from the carrying value. The frequency of revaluations depends on the changes in the fair values of the items of property, plant and equipment subject to revaluation.

If the fair value of the revalued asset differs significantly from its carrying value, the asset is revalued. Some items of property, plant and equipment whose fair values show significant changes are revalued annually. Items of property ,plant and equipment that do not have significant changes in their fair values are subject to revaluation every three or five years.

Increases in the property, plant and equipment arising from revaluation are recorded in the revaluation fund account under shareholders equity in the statements of financial position, net of deferred tax effect. The difference between the depreciation and amortization (included in the profit or loss statement) calculated based on the carrying values of the re-evaluated assets and that over the acquisition costs of these assets is transferred from the revaluation fund to the accumulated profit / loss each year after the deferred tax effect is netted off. The same accounting application is also used for tangible fixed asset disposals.

Land is not subject to depreciation since its economic useful life is considered to be infinite. The estimated useful lives of these assets are as follows:

	Years
Thermic Plant	30
Land improvements	8-50
Buildings	50
Machinery, plant and equipment	4-15
Vehicles	5
Furniture and fixtures	3-15
Leasehold improvements	the lesser of the lease term (days) or useful life

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Cont'd)**Tangible Fixed Assets (Cont'd)**

The profit or loss resulting from the disposal of tangible fixed assets is determined by comparing the carrying values with the net proceeds received and is taken to the statement of income.

Maintenance and repairment expenses of tangible fixed assets are expensed under normal circumstances. However, in exceptional circumstances, maintenance and repair expenditure that result in an expansion or significant improvement in assets, the costs incurred are capitalized and depreciated over the remaining useful life of the associated tangible asset (Note 11).

Intangible assets

Intangible assets are comprised of acquired rights, information systems, computer software, development activities. These are recorded at the acquisition cost and are subjected to depreciation by the linear depreciation method over their estimated useful lives after the date of acquisition. The estimated useful lives of these intangible assets are as follows:

	Years
Rights	3-15
Software	3
Preparation and development activities	Contract Duration

In case of impairment, the carrying value of intangible assets is reduced to recoverable amount. The recoverable amount is the higher of the current value in use of the intangible asset and the net selling price. (Note 12).

Leases – TFRS 16 (As tenant)

At the inception of a contract, the Group evaluates whether the contract includes a lease. If the contract transfers the right to control the use of a defined asset in exchange for a consideration, this contract is a lease or includes a lease.

The group considers the following conditions when considering whether a contract transfers the right to control the use of an identified asset for a specified period of time:

- The contract includes a defined asset (an asset is defined by express or implied in the contract),
- The functional part of the asset is physically separate or represents almost the entire capacity of the asset (the asset is not defined if the supplier has a substantive right to substitute the asset during its use period and derives economic benefits from it),

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023

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

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Cont'd)

Leases – TFRS 16 (As tenant) (Cont'd)

- The Group has the right to obtain almost all of the economic benefit to be obtained from the use of the defined asset,
- The group has right to manage the use of the defined asset. The group has right to manage the use of the asset in any of the following situation:
 - a) The Group has right to manage and change how and for what purpose the asset is used throughout the period of use, or
 - b) The following decisions regarding how and for what purpose the asset will be used are pre-determined:
 - i. The Group has right to operate the asset (or direct others to operate the entity as it determines) throughout the period of use and the supplier does not have the right to change these operating instructions, or
 - ii. The Group has designed the asset (or certain properties of the asset) in a way to predetermine how and for what purpose the asset will be used throughout the period of use.

After the above-mentioned evaluations, the Group reflects a right-of-use asset and a lease liability in its consolidated financial statements at the date the lease actually commences.

Right to use assets

At the commencement date, the Group measures the right-of-use asset at cost. The cost of the right-of-use asset comprises:

- a) the initial measurement amount of the lease liability,
- b) all lease payments made on or before the commencement date of the lease, less any lease incentives received.
- c) all initial direct costs incurred by the group; and
- d) in relation to restoring the underlying asset to the condition required by the terms and conditions of the lease.

Costs incurred by the group (excluding costs incurred for producing inventory). When applying the group cost method, the right-of-use entity:

- a) deducting accumulated depreciation and accumulated impairment losses; and
- b) measures at cost adjusted for remeasurement of the lease liability.

Leases – TFRS 16 (As a Lessor)

The Group applies the depreciation requirements in TAS 16 Property, Plant and Equipment Standard in depreciating the right-of-use asset. Group applies TAS 36 Impairment of Assets Standard to determine whether the right-of-use asset is impaired and to account for any impairment loss identified.

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Cont'd)**Leases – TFRS 16 (As a Lessor) (Cont'd)**

Lease payments that are included in the measurement of the Group's lease obligation and which have not been realized at the actual date of the lease are as follows:

- a) fixed payments, less any lease incentives receivable,
- b) variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date,
- c) payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease.

After the effective date of the lease, the Group measures the lease obligation as follows:

- a) increasing the carrying amount to reflect interest on the lease liability,
- b) reducing the carrying amount to reflect the lease payments made, and
- c) remeasuring the carrying amount to reflect any reassessment or lease modification. The Group recognizes the amount of the remeasurement of the lease liability as an adjustment to the right-of-use

The Group reflects the remeasurement of the lease liability as an adjustment to the right-of-use asset in its consolidated financial statements.

Cash Flow Hedge

At the date of the derivative contract, the Group determines the transactions that provide hedging against changes in the cash flows of asset or liability or transactions that can be associated with a certain risk and that are likely to occur, resulting from a certain risk and that may affect profit or loss as cash flow hedge.

The Group presents the gains and losses on the effective hedging transaction under “hedging gains (losses)” in equity. The ineffective portion is defined as profit or loss in the profit for the period. In the event that the hedged commitment or possible future transaction becomes an asset or liability, the gains or losses related to these transactions, which are recognized as equity items, are taken from these items and included in the acquisition cost or book value of the related asset or liability. Otherwise, the amount recognized under equity items are transferred to the income statement in the period in which the hedged possible future transaction affects the income statement and reflected as profit or loss.

In case the hedging instrument is sold, expires or fails to meet the hedge accounting requirements even though it is for hedging purposes, or if one of the situations where the promised or probable future transaction is not expected to occur, it is separately in equity until the promised or probable future transaction occurs. remains classified. The promised or probable future transaction is recorded in the income statement when it occurs, or if it is anticipated that it will not occur, the accumulated gains or losses related to the transaction are reflected in the consolidated financial statements as profit or loss (Note 37).

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023
(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated)

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Cont'd)

Practical expedients

Short-term lease agreements with a lease term of 12 months or less and contracts for information technology equipment leases (predominantly printers, laptops, mobile telephones, etc.) designated by the Group as low value asset that have been evaluated within the scope of the exemption recognized by TFRS 16 Leases Standard. The payments related to the contracts continued to be recognized as expense in the period in which they are incurred (Note 14).

Investment properties

Rather than sell goods and services for use in the production and administrative purposes at normal course of business, lands and buildings which are held in hand to obtain lease or capital gains or to obtain both, can be classified as Investment Properties and they can be recorded as values which comes after deduction of accumulated depreciation from cost according to its cost method except lands. The cost of construction, which construct by the company, of property for investment purposes determine on cost at the date of completion of rehabilitation and construction work. Asset at this date becomes a property for investment purposes and cause of that it transfers to investment properties account section.

Borrowing costs

Group reflects borrowing costs as financing cost during credit period in its comprehensive income statement. Financing cost which is sourced from credits is recorded to comprehensive income statement when they occur with the profit or loss.

Energy produce plants can be evaluated as a specialty asset depending on conditions. Acquiring, constructing, or borrowing costs that can be directly related to producing of a specialty asset can be capitalized as a part of specialty asset's cost by firms. Firms can book the other borrowing costs as an expense in their occurred period.

Acquiring, constructing, or borrowing costs that can be directly related to producing of a specialty asset is added to cost of the asset. This kind of borrowing costs is capitalized as a part of specialty asset's cost for a dependable measure and for a possible situation that it can make an economic contribution to company. Acquiring, constructing, or borrowing costs that can be directly related to producing of a specialty asset are borrowing costs that will not appear in case that there will be no expense done related to specialty asset.

If a company is get into debt in order to acquire a specialty asset, the borrowing cost amount that will be capitalized will be determined by deducting income that is gained via temporary exploiting aforesaid funds from borrowing cost of the aforesaid borrowing in the related period.

In the case of a company uses a part of the funds that it is get into debt for general purposes in order to finance a qualifying asset; the borrowing cost amount that can be capitalized; is determined via using capitalizing rate that will be applied to expenses that related asset. This capitalizing rate is the weighted average of all existing borrowing of the related period to borrowing costs, except the borrowings that is done for acquiring the qualifying asset.

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Cont'd)

Borrowing costs (Cont'd)

The borrowing cost amount that is capitalized for a period, cannot exceed the amount of borrowing costs incurred during the relevant period.

When all necessary proceedings virtually is completed for asset's intended usage and getting ready for sale, the capitalizing of borrowing costs will end. In the situation of a qualifying asset is completed in parts and every part can be used while other parts Continue to construct; When all necessary proceedings virtually is completed for certain part's intended usage and getting ready for sale, the capitalizing of borrowing costs of the related part will end.

Within the scope of TAS-23 "Borrowing Costs" standard, the Group includes the exchange differences arising from the principal amount of the borrowings obtained to finance the construction of a qualifying asset assuming the borrowing was used in TL, by using the TL basis interest rate at the date of the loan was used and the exchange differences corresponding to the TL interest cost are capitalized on the qualifying assets. In the calculations made, the base interest rate is based on the representative interest rate at the date of the signing of the loan agreements as well as the representative interest rate existing at the dates of the renewal of the loan agreement, provided the loans are used in TL under the same conditions (Note 17).

Provisions, Contingent, assets and liabilities

Provisions

Provisions are accounted in cases where Group has a legal or structural liability arising from the past that exists as of the date of the financial statement, the outflow of economic resources to fulfill the obligation is highly likely, and a reliable estimation of the amount of liability can be made. In cases where there is more than one similar obligation, the possibility of the outflow of economic resources that may be necessary for economic benefit is evaluated taking into account all obligations of the same nature. Even if the probability of economic resources outflow for any of the obligation is not probably high, provision should be set. There is no provision set for future operational losses. In cases where the effect of the time value of the money is significant, the provision amount may be set as present value.

Contingent Assets and Liabilities

Probable assets and liabilities arising from past events and occurrence of these assets and liabilities are not entirely under the control of the Group in the future, depending on whether or not there are one or more events, are considered contingent assets and liabilities.

The Group does not book contingent assets and liabilities in its financials. Contingent liabilities are described in the consolidated financial statement's footnotes, unless related economic outflow is probable. Contingent assets are described in the consolidated financial statement's footnotes when economic inflow is probable.

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023
(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated)

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Cont'd)

Benefits for Employees

Defined Benefit Plan

Employment termination provisions are booked based on actuarial calculation according to TAS 19 "Benefits to Employees"

The employment termination liability refers to the value of the estimated total value of the group's potential future liabilities as of the date of the financial statement, which will arise from the retirement of the Group's personnel in accordance with the Turkish Labor Law or the termination of the employment contract for the reasons specified by the relevant law.

The group calculates severance benefit by predicting discounted net value of deserved benefits or based on the information from group's experience about fire personnel or quit of the personnel and reflects to its financial statements.

Defined Contribution Plans

The Group pays social insurance premiums to the Social Insurance Institution. As long as the Group pays these premiums, it has no other obligations. These premiums are booked as personnel expenses during the period they accrue.

Revenue

When the Group fulfills or fulfills a performance obligation by transferring a promised good or service to its customer, revenue is recognized in the consolidated financial statements. An asset is transferred when or when control of an asset falls into the hands of the customer. The Group recognizes revenue in the consolidated financial statements in line with the following 5 basic principles:

- (a)** Identification of customer contracts
- (b)** Identification of performance obligations
- (c)** Determination of transaction price in the contract
- (d)** Allocation of price to performance obligations
- (e)** Recognition of revenue

If a contract is only legally enforceable, collection can be carried out, rights and payment conditions for goods and services can be defined, the contract has commercial essence, the contract is approved by the parties and the full terms of the commitment by the parties to fulfill their obligations are met, this agreement shall be evaluated under TFRS 15.

At the beginning of the contract, the Group evaluates the goods or services promised in the contract with the customer and defines each commitment to transfer to the customer as a separate performance obligation. The Group also determines, at the inception of the contract, whether it has fulfilled each performance obligation over time or at a particular moment in time.

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Cont'd)

Revenue (Cont'd)

The Group takes into account the contract terms and commercial practices in order to determine the transaction price. Transaction price is the price that the Group expects to deserve in return for transferring the promised goods or services to the customer, excluding the amounts collected on behalf of third parties (eg some sales taxes). While evaluating, it is taken into consideration whether the contract includes elements of variable amounts and a significant financing component.

In accordance with TFRS 15 "Revenue from contracts with customers", the Group's performance obligations consist of wholesale electricity sales and ancillary services related to electricity sales. The electricity sold is transmitted to the customer over transmission lines and the customer consumes the Group's benefit from performance simultaneously. Revenue from electricity sales and ancillary services related to electricity sales are recognized at the moment of delivery.

Foreign Currency Translation

Foreign currency transactions realized during the period are translated into Turkish Lira at the exchange rates prevailing on the dates of the transactions. Monetary assets and liabilities denominated in foreign currency are valued at the exchange rates prevailing at the end of the period. Exchange gains or losses arising from the valuation of monetary assets and liabilities denominated in foreign currency are reflected in the profit/loss statement.

As of 31.12.2023, announced buying rate of USD by the Central Bank of Republic of Turkey is 29,4382 TRY (31.12.2022: 18,6983 TRY), buying rate of EURO is 32,5739 TRY (31.12.2022: 19,9349 TRY), buying rate of GBP is 37,4417 TRY (31.12.2022: 22,4892 TRY). As of the date of 31.12.2023 announced selling rate of USD by the Central Bank of Republic of Turkey is 29,4913 TRY (31.12.2022: 18,7320 TRY), selling rate of EURO is 32,6326 TRY (31.12.2022: 19,9708 TRY), selling rate of GBP is 37,6369 TRY (31.12.2022: 22,6065 TRY).

Kurum Kazancı Üzerinden Hesaplanan Vergiler

Deferred Tax

Deferred taxes are calculated by considering statement of financial position liability. They are reflected considering the tax effects of temporary differences between legal tax base and reflected values of assets and liabilities in financial statements. Deferred tax liability is calculating for all taxable temporary differences however discounted temporary differences which occurs from deferred tax assets is calculated in condition to be highly possible to have benefit from these differences by obtaining taxable profit in future. Receivable and liability for deferred tax occurs where there are differences (which are reducible in future and taxable temporary differences) between book value and tax value of asset and liability sections.

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023
(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated)

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Cont'd)

Current Tax

The corporate tax rate in Turkey for 2023 is 25%. This rate is applied to the tax base to be found as a result of adding the non-deductible expenses to the commercial earnings of the corporations, deducting the exemptions (such as participation earnings exemption) and deductions (such as investment allowance) stated in the tax laws. No further tax is paid if the profit is not distributed.

With revenues through a permanent establishment or permanent representative institutions in Turkey from the dividend paid to companies resident in Turkey (dividend) not subject to withholding. Dividend payments made to those other than these are subject to 15% withholding tax. Addition of profit to capital is not considered as profit distribution and no withholding tax is applied.

According to Turkish tax legislation, financial losses shown on the declaration can be deducted from the period's corporate income, provided that they do not exceed 5 years. However, financial losses can not be offsetted from last year's profits.

Earnings/Loss per share

Earnings / Loss per share stated in the income statement is calculated by dividing the net profit / loss by the weighted average number of shares in the market during the reporting periods. In case of capital increase from internal sources during the period, it is accepted that the newly found value is valid as of the beginning of the period while calculating the weighted average number of shares. TAS 33 mentions this issue as follows;

Ordinary stocks may be issued or the number of common stocks available may be reduced without causing any change in resources. For example:

- a.** Activation or give ordinary shares (sometimes, ordinary share can be given as dividend too);
- b.** Include bonus issued in another issued transaction; for example, include new rights about bonus issued in issued transaction for current shareholders)
- c.** Share split and
- d.** Merging shares by increasing nominal value (consolidation of shares).

In ordinary shares or bonus distribution or share split, ordinary shares are issued without demanding any additional payment to existing shareholders. Therefore, the number of common shares available increases without an increase in resources. The number of ordinary shares in existence prior to the related transaction is adjusted according to the proportional change that will occur in the number of ordinary shares available if the related transaction took place at the beginning of the earliest period presented.

Subsequent events after the reporting period

Subsequent events cover all events between authorization dates for publishing statement of financial position and statement of financial position date even if they are related to an announcement related to profits or if they occur after publishing financial information to public.

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Cont'd)

Subsequent events after the reporting period (Cont'd)

Group; In case events requiring a correction to be made occur subsequent to the date of the statement of financial position, amounts included in the consolidated financial statements will be accordingly corrected. In the event non-adjusting events that occur after the date of the statement of financial position date will have material impact on the economic decisions of users of the financial statements, they are disclosed in the notes to the consolidated financial statements.

Statement of cash flow

In the consolidated cash flow statement, cash flows pertaining to the period are classified and reported as operating, investing and financing cashflows. Cash flows originating from the main operating activities represent the cash flows from electricity sales. Cash flows related to investing operations represent the Group's cash flow used in and obtained through investment operations (investments in fixed assets and financial investments). Cash flows related to finance operations represent resources of the Group used in finance operations and repayment of these resources. Cash and cash equivalents include short-term investments made up of cash, demand deposits and other short term investments with original maturities of 3 months or less, eligible to be immediately converted into cash without being subjected to the risk of steep value changes and have high liquidity.

Determination of fair value

Various accounting policies and explanations of the Group require the determination of the fair value of both financial and non-financial assets and liabilities. If applicable, additional information about the assumptions used in determining fair values are presented in footnotes specific to the asset or liability.

Valuation methods according to the levels are listed as follows:

Level 1: Quoted (unadjusted) prices in active markets for Identical Assets and Liabilities

Level 2: Data excluding registered prices in Level 1 and that can be observed directly (through prices or indirectly (derived from prices) in terms of assets or debts.

Level 3: Data not based on observable market data on assets or liabilities (non-observable data)

3. BUSINESS COMBINATION

None. (31.12.2022: None)

4. INTEREST IN OTHER ENTITIES

None. (31.12.2022: None)

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023

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

5. SEGMENT REPORTING

In the presentation of the product or service group of the enterprise, there is no distinguishable operating segment, which has different characteristics from other fields of activity in terms of risk and return, and no distinguishable geographical segment with different risk and return characteristics.

6. RELATED PARTIES TRANSACTIONS

i) Balances with related parties as of December 31, 2023 and December 31,2022 are as follows:

a) Trade receivables from related parties:		
	31.12.2023	31.12.2022
Voytron Enerji Elektrik Perakende Satış A.Ş.	354,106,834	274,685,628
Suda Stratejik Metal Dış Ticaret A.Ş.	176,834,484	589,052,319
Arsın Enerji Elektrik Üretim Sanayi Ticaret A.Ş.	8,711,152	12,049,460
Hidro Kontrol Elektrik Üretim A.Ş	157,931	672,446
Batı Trakya Madencilik A.Ş.	--	28,834
Suda Maden A.Ş.	--	1,270,127
TOTAL	539,810,401	877,758,814
<i>Deduct: Unaccrued financial expenses</i>	<i>(99,787,866)</i>	<i>(56,102,812)</i>
TOTAL	440,022,535	821,656,002

b) Other receivables from related parties:		
	31.12.2023	31.12.2022
Abdulkadir Bahattin Özal	6,811,767	9,080,875
Burak Altay	590,230	6,935,894
Süleyman Sarı	160,750	264,872
Odaş Elektrik Üretim San. ve Tic. A.Ş.	120,599	--
Tahsin Yazan	100,000	164,773
Kısrakdere Maden A.Ş.	34,793	--
TOTAL	7,818,139	16,446,414
<i>Deduct: Unaccrued financial expenses</i>	<i>(10,993)</i>	<i>(2,194)</i>
TOTAL	7,807,146	16,444,220

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

6. RELATED PARTIES TRANSACTIONS (Cont'd)**i) Balances with related parties as of December 31, 2023 and December 31,2022 are as follows: (Cont'd)**

c) Trade payables to related parties:		
	31.12.2023	31.12.2022
Odaş Elektrik Üretim San. ve Tic. A.Ş.	--	200,001
TOTAL	--	200,001
<i>Deduct: Unaccrued financial income</i>	--	(184)
TOTAL	--	199,817

d) Other Payables to related parties:		
	31.12.2023	31.12.2022
Odaş Elektrik Üretim San. ve Tic. A.Ş.	28,012,570	17,759,769
Ys Madencilik Sanayi ve Tic. Ltd. Şti	27,245,626	--
Batı Trakya Madencilik A.Ş.	2,499,258	--
Voytron Enerji Elektrik Perakende Satış A.Ş.	796,515	--
Burak Altay	590,230	--
Suda Maden A.Ş.	31,134	12,128,404
Bahattin Özal	--	20,597
TOTAL	59,175,333	29,908,770
<i>Deduct: Unaccrued financial income</i>	(819,492)	(2,261,698)
TOTAL	58,355,841	27,647,072

ii) Significant sales to related parties and significant purchases from related parties:

a) Sales of product to related parties		
	01 January - 31 December 2023	01 January - 31 December 2022
Voytron Enerji Elektrik Perakende Satış A.Ş.	189,306,849	3,944,961,474
Suda Stratejik Metal Dış Ticaret A.Ş.	45,312,337	520,952,486
Suda Maden A.Ş	15,330,590	24,634,249
Arsin Enerji Elektrik Üretim San. Tic. A.Ş	1,551,015	--
Bahattin Özal	1,313,122	--
Odaş Elektrik Üretim San. ve Tic. A.Ş.	871,785	1,754,849,915
TOTAL	253,685,698	6,245,398,124

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023
(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated)

6. RELATED PARTIES TRANSACTIONS (Cont'd)

b) Purchases from related parties		
	01 January - 31 December 2023	01 January - 31 December 2022
Voytron Enerji Elektrik Perakende Satış A.Ş.	20,152,772	32,530,198
Arsın Enerji Elektrik Üretim Sanayi Ticaret A.Ş.	118,932	--
Suda Maden A.Ş.	--	4,788,040
TOTAL	20,271,704	37,318,238

As of 31.12.2023, remuneration and benefits provided to executive are as follows:

a) Short-term employee benefits: The total amounts of wages and similar benefits provided to the members of the Board of Directors and Senior Managers for the twelve months of the 2023 are TL 34.225.679 (31.12.2022: TL 21.906.106)

b) Post-employment benefits: Employment termination benefits are paid to the personnel who are entitled to received such benefits by Law. No other payment is made to personnel other than those arising from the Labor Law.

c) Other long-term benefits: None.

d) Benefits due to dismissal: None.

e) Share based payments: None.

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

7. TRADE RECEIVABLES AND PAYABLES**Trade receivables***The details of the Group's trade receivables as of December 31, 2023 and December 31, 2022 are as follows:*

	31.12.2023	31.12.2022
Customer current accounts	2,302,433,757	1,543,351,406
-Receivables from related parties	539,810,401	877,758,814
-Other receivables(*)	1,762,623,356	665,592,592
Notes receivable	51,477,239	29,614,796
Doubtful trade receivables	1,533,051	2,471,594
Provisions for doubtful trade receivables (-)	(1,533,051)	(2,471,594)
	2,353,910,996	1,572,966,202
Deduct: Unaccrued financial expense	(129,860,025)	(65,429,122)
-Receivables from related parties	(99,787,866)	(56,102,812)
-Other receivables	(30,072,159)	(9,326,310)
TOTAL	2,224,050,971	1,507,537,080

(*)The amount of 1.579.709.889 TRY is included in trade receivables including tax and interest is the amount subject to litigation and this amount is related to other payables in the balance sheet liabilities.

Trade payables

	31.12.2023	31.12.2022
Vendor accounts	523,166,730	391,095,777
- Payables to related parties	--	200,001
- Other vendor payables	523,166,730	390,895,776
Other Trade Payables	2,500	-
	523,169,230	391,095,777
Deduct: Unaccrued financial income	(43,466,095)	(7,930,240)
-Trade payables to related parties	-	(184)
-Trade payables to third parties	(43,466,095)	(7,930,056)
TOTAL	479,703,135	383,165,537

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023
(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated)

8. OTHER RECEIVABLES AND PAYABLES

Other short-term receivables

The details of the Group's short-term receivables are as follows:

	31.12.2023	31.12.2022
Receivables from related parties	7,818,139	16,446,414
<i>Other receivables</i>	1,620,081	427,089
<i>Deposits and guarantees given</i>	3,605,871	3,874,656
TOTAL	13,044,091	20,748,159
Deduction: Unaccrued financial expense	(12,130)	(2,194)
-Receivables from related parties	(10,993)	(2,194)
- <i>Other receivables</i>	(1,137)	--
TOTAL	13,031,961	20,745,965

Other long-term receivables

The details of the Group's long-term receivables are as follows:

	31.12.2023	31.12.2022
Deposits and guarantees given	205,231	345,963
TOTAL	205,231	345,963

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

8. OTHER RECEIVABLES AND PAYABLES (Cont'd)**Other short-term debts***The details of the Group's other short-term debts are as follows:*

	31.12.2023	31.12.2022
<i>Payables to related parties</i>	59,175,333	29,908,770
Other payables	168,199	387,859
Taxes and funds payable	132,579,018	229,504,151
Advances received	9,830	16,419
Delayed or deferred tax and other payables	21,442,671	6,491,693
Other payables	71,813	39,692
	213,446,864	266,348,584
Deduct: Unaccrued financial income	(835,547)	(2,975,748)
<i>-Related party payables</i>	(819,492)	(2,261,698)
<i>-Other payables</i>	(16,055)	(714,050)
TOTAL	212,611,317	263,372,836

Details of tax payables are as follows:

	31.12.2023	31.12.2022
Income Tax Deduction	13,003,914	16,383,658
VAT	116,211,680	207,549,262
Other tax liabilities	3,363,424	5,571,231
TOTAL	132,579,018	229,504,151

Other Long-term debts*The details of the Group's other long-term debts are as follows:*

	31.12.2023	31.12.2022
Delayed or deferred public debts	48,581,632	2,769,605
TOTAL	48,581,632	2,769,605

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023
(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated)

9. INVENTORIES

	31.12.2023	31.12.2022
Raw materials and supplies	31,267,803	32,870,035
Semi-finished goods	747,234,189	564,276,029
Finished goods	361,040,552	319,744,736
Trade Goods	8,034,634	--
Other inventories	115,797,472	64,938,740
TOTAL	1,263,374,650	981,829,540

Raw materials consists of fuel oil purchases, semi-finished product stocks from all-in coal purchases, finished product stocks from powder coal and limestone purchases, and other stocks consist of auxiliary production materials and other operating materials and spare parts.

10. PREPAID EXPENSES AND DEFERRED INCOME

Short-term prepaid expenses

Details of the short-term prepaid expenses are as follows:

	31.12.2023	31.12.2022
Advances given	131,485,159	49,421,450
Prepaid expenses	38,357,162	35,176,722
TOTAL	169,842,321	84,598,172

Long-term prepaid expenses

Details of the long-term prepaid expenses are as follows:

	31.12.2023	31.12.2022
Prepaid expenses (*)	33,993,882	1,496,861
TOTAL	33,993,882	1,496,861

() Amount related to structured tax liabilities.*

Short-term deferred income

	31.12.2023	31.12.2022
Advances received	--	9,284,013
TOTAL	--	9,284,013

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

11. PROPERTY, PLANT AND EQUIPMENT*Movement of property, plant and equipment for the period 01.01- 31.12.2023 is as follows:*

	01.01.2023	Addition	Disposal	Transfer	31.12.2022
Cost					
Land	472,087,538	33,100,925	-	-	505,188,463
Buildings	1,819,167	-	-	-	1,819,167
Plants machinery and equipment	12,139,557,889	223,087,878	-	-	12,362,645,767
Vehicles	121,835,455	11,214,677	(2,310,547)	-	130,739,585
Furniture and fixture	54,608,137	14,163,433	-	-	68,771,570
Construction in progress	225,467,149	90,712,396	-	-	316,179,544
Mine Searching costs	600,868	-	-	-	600,868
TOTAL	13,015,976,203	372,279,309	(2,310,547)	-	13,385,944,964
Accumulated Depreciation					
Buildings	(364,308)	(50,356)	-	-	(414,664)
Plants machinery and equipment	(986,522,220)	(463,962,081)	-	-	(1,450,484,301)
Vehicles	(16,598,120)	(21,062,884)	713,106	-	(36,947,897)
Furniture and fixture	(25,590,568)	(9,365,970)	-	-	(34,956,538)
TOTAL	(1,029,075,215)	(494,441,290)	713,106	-	(1,522,803,400)
Net book value	11,986,900,987	(122,161,981)	(1,597,442)	-	11,863,141,565

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023
(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated)

11. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

Movement of property, plant and equipment for the period 01.01.-31.12.2022 is as follows :

	01.01.2022	Addition	Disposal	Transfer	31.12.2022
Cost					
Land	455,529,548	16,557,990	--	--	472,087,538
Buildings	1,819,167	--	--	--	1,819,167
Plants machinery and equipment	13,331,480,579	(1,188,389,633)	(3,533,057)	--	12,139,557,889
Vehicles	36,095,795	86,480,068	(740,408)	--	121,835,455
Furniture and fixture	37,199,229	17,412,298	(3,390)	--	54,608,137
Construction in progress	119,217,998	106,249,151	--	--	225,467,149
Search costs	600,868	--	--	--	600,868
TOTAL	13,981,943,183	(961,690,126)	(4,276,855)	--	13,015,976,203
Accumulated Depreciation					
Buildings	(269,048)	(95,260)	--	--	(364,308)
Plants machinery and equipment	(597,891,381)	(388,988,202)	357,363	--	(986,522,220)
Vehicles	(4,804,733)	(11,928,794)	135,408	--	(16,598,120)
Furniture and fixture	(17,668,994)	(7,923,080)	1,507	--	(25,590,568)
TOTAL	(620,634,156)	(408,935,337)	494,278	--	(1,029,075,215)
Net book value	13,361,309,027	(1,370,625,463)	(3,782,577)	--	11,986,900,987

In accordance with TAS 16 "Property, Plant and Equipment" land and land improvement, property, plant and equipment were revalued in accordance with the revaluation conducted by Lal Gayrimenkul Değerleme ve Müşavirlik A.Ş., qualified valuers licensed by the CMB, and the Group adopted the "revaluation model" starting from 30.09.2018 based on the fair values determined in the valuation calculation.

In the valuation report dated 11.10.2018 and prepared as of September 30, 2018, the value of the investment was determined as TL 1.961.836.045 based on the revenue approach (DCF). In the valuation report dated 10.02.2020 prepared by certified valuation firm as of 31.12.2019, the value of the investment was determined as TL 2.085.175.474 based on the revenue approach (DCF).

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

11. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

As of 31.12.2021, the property value of Çan2 Termik power plant was reflected in the financial statements base in accordance with the valuation study conducted by Ata Yatırım Menkul Değerler in line with International Valuation Standards (IVS) and Decision of the Capital Market Board dated 11.04.2019 and numbered 21/500, in accordance with the guidelines with respect to the valuation of others other than immovables, based on the fair values in the valuation report dated 12.01.2022 in line with International Valuation Standards. The value of the Çan 2Termik Plant was assessed as TL 4.684.505.558 based on Income Approach (DCF Method) in the valuation report prepared by the qualified valuers.

The asset value of Çan 2 Thermal Power Plant was determined by using the discounted cash flow method according to the income approach, and the Market Approach, Income Approach and Cost Approach methods were used in the valuation study. The valuation study was carried out by the valuation company authorized by the Capital Markets Board and by valuation experts in accordance with the International Valuation Standards.

12. INTANGIBLE ASSETS

The details of the Group's intangible assets for the year ended 31.12.2023 are as follows:

	01.01.2023	Addition	Disposal	Transfer	Inflation Adjust- ment	31.12.2023
Cost Value						
Rights	36,053,159	15,004,981	253,999	--	--	51,312,140
Research and Development Expenses	-	386,362	-	--	--	386,362
Other intangible assets	2,081,815	1,702,116	-	--	--	3,783,931
Preparation and development cost	172,651,182	45,344,066	-	--	--	217,995,248
TOTAL	210,786,156	62,437,525	253,999	--	--	273,477,681
Accumulated Amortization						
Rights	(18,984,626)	(4,785,800)	-	-	-	(23,770,426)
Other intangible assets	(2,548,123)	(476,889)	-	-	-	(3,025,012)
Preparation and development cost	(66,562,983)	(26,432,836)	-	-	-	(92,995,819)
TOTAL	(88,095,732)	(31,695,526)	--	--	--	(119,791,258)
Net Book Value	122,690,424	30,742,000	253,999	--	--	153,686,423

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023
(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated)

12. INTANGIBLE ASSETS (Cont'd)

The details of the Group's intangible assets for the year ended 31.12.2022 are as follows:

	01.01.2022	Addition	Disposal	Transfer	31.12.2022
Cost Value					
Rights	38,901,943	--	(2,848,784)	--	36,053,159
Other intangible assets	2,028,071	53,744	--	--	2,081,815
Preparation and development cost	159,667,306	12,983,876	--	--	172,651,182
TOTAL	200,597,320	13,037,620	(2,848,784)	--	210,786,156
Accumulated Amortization					
Rights	(13,136,920)	(5,899,925)	52,219	--	(18,984,626)
Other intangible assets	(1,940,863)	(607,260)	--	--	(2,548,123)
Preparation and development cost	(47,367,506)	(19,195,477)	--	--	(66,562,983)
TOTAL	(62,445,290)	(25,702,662)	52,219	--	(88,095,732)
Net Book Value	138,152,031	(12,665,042)	(2,796,565)	--	122,690,424

13. EXPLORATION AND EVALUATION OF MINERAL RESOURCES

The total amount of preparation and development cost capitalized as of December 31, 2023 and 2022 is as follows;

Subsidiary	31.12.2023	31.12.2022
Yel Enerji	52,181,095	22,644,175
Çan2 Termik A.Ş.	20,853,177	20,853,177
Çan2 Trakya	145,026,045	129,153,830
TOTAL	218,060,317	172,651,182

Preparation and development expenditures are capitalized in accordance with the Standard on Exploration and Evaluation of Mineral Resources and the Group's accounting policy. Amortization is recognized when the intangible asset is ready for use, i.e. when it is in a location and condition necessary for the Group to be able to operate in the manner intended by management.

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

14. RIGHT USE OF ASSETS

The details of the Group's right use of assets for the year ended 31.12.2023 are as follows:

	1.01.2023	Addition	Disposal	Transfer	31.12.2023
Cost – Vehicles					
Right use of assets	10,399,628	12,037,738	(4,180,528)	--	18,256,838
TOTAL	10,399,628	12,037,738	(4,180,528)	--	18,256,838
Accumulative amortization – Vehicles					
Right use of assets	(7,576,845)	(1,793,137)	3,070,881	--	(6,299,101)
TOTAL	(7,576,845)	(1,793,137)	3,070,881	--	(6,299,101)
Net Book Value	2,822,783	--	--	--	11,957,737

The details of the Group's right use of assets for the year ended 31.12.2022 are as follows:

	1.01.2022	Addition	Disposal	Transfer	31.12.2022
Cost – Vehicles					
Right use of assets	10,407,516	--	(7,888)	--	10,399,628
TOTAL	10,407,516	--	(7,888)	--	10,399,628
Accumulative amortization – Vehicles					
Right use of assets	(4,985,230)	(2,591,615)	--	--	(7,576,845)
TOTAL	(4,985,230)	(2,591,615)	--	--	(7,576,845)
Net Book Value	5,422,286	--	--	--	2,822,783

The Group has included the lease obligations representing the operational lease payments for which it is liable in its consolidated financial statements. The details of the accounting made by the Group in accordance with TFRS 16 Leases standard are explained in Note 2.

15. IMPAIRMENT OF ASSETS

The impairment in trade receivables of the Group as of December 31,2022 and December 31,2023 and the related impairment provisions have been shown in the relevant financial statement items (Note 7).

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

16. GOVERNMENT GRANTS

Investment incentive certificate held by Çan2 Termik A.Ş, which is dated 06.02.2015 and numbered 117824 and issued by Republic of Turkey Ministry of Economy and Foreign Capital General Directorate of Incentives and Implementation, has been renewed with the number C117824, dated 18.09.2017.

The investment concerning the certificate is a power generation plant based on domestic coal with an installed capacity of 340 MW (Çan 2 Thermal Power Plant). The incentive certificate was issued in accordance with EMRA's preliminary license dated 10.07.2014 numbered ÖN / 5117-5 / 03070.

The investment incentive certificate has been granted for the new investment made in Çanakkale Çan 2nd region and covers the period between 13.08.2014 and 12.02.2019. With the certificate, Employer's Share Support for Insurance Premium, Interest Support, Tax Reduction Rate Support, VAT exemption and Customs Tax exemption incentives are used. The total amount of the investment is TL 801.789.866. An Incentive Closing Visa application was made to the Ministry of Industry and Technology on October 2, 2019, and a completion visa was effected within the framework of Article 24 of the decision dated June 15, 2012 and numbered as 2012/3305 and Article 23 of the communiqué numbered 2012/1 regarding the implementation of this decision. The decision was notified to the Company in accordance with the letter dated August 5, 2020 and numbered 1777914. The contribution rate to the investment is calculated at the rate of 40% over the total investment amount before the closing of the investment incentive certificate, and a tax reduction of 80% is provided up to the tax reaching up to TL 320.715.946. Indexed and not deducted investment incentive deduction amount in 2023 is 1.067.863.089 TL. Deferred tax has been computed on this amount (Note 30).

In addition, an investment incentive certificate organized by the Republic of Turkey Ministry of Industry and Technology, dated April 8, 2020, No. 510216 and ID number 1013731 was issued. The support class is classified as Regional-Priority Investment and the support elements consist of VAT Exemption, Interest Support, Tax Reduction, Insurance Premium Employer's Share and Land Allocation. The investment subject to the certificate is a power generation plant based on domestic coal with an installed power of 340 MW (Çan 2 Thermal Power Plant), and the incentive certificate was issued in accordance with the Energy Market Regulatory Authority's Production License dated January 28, 2016, numbered ÜE / 6083-2 / 03428. The total amount of the investment is 329.297.725 TRY. Investment contribution rate of 40% is calculated over the total investment amount before the closure subject to the investment incentive certificate and 80% tax deduction is provided until the tax to be reached up to TL 131.719.090. This amount is subject to deferred tax (Note 30).

17. BORROWING COSTS

None. (31.12.2022: None)

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

18. PROVISIONS, CONTINGENT ASSETS AND LIABILITIES**Other short-term provisions**

	31.12.2023	31.12.2022
Lawsuit provisions	2,167,924	1,611,525
TOTAL	2,167,924	1,611,525

Cases Against the Group

As of 31.12.2023, according to the information obtained from the Group's legal consultancy, there are various commercial lawsuits filed against the Group. A provision of TL 117.602 has been set aside for these lawsuits and their costs.

As of 31.12.2023, the Group has set aside a provision for litigation expenses of TRY 2.050.322 considering the high probability of losing the cases related to reemployment lawsuits.

The details of the provision for litigation regarding the lawsuits filed against the Group are as follows;

	01.01.- 31.12.2023	01.01.- 31.12.2022
Balance at the Beginning of the Period	1,611,525	1,549,442
Additional Provisions	556,399	62,083
TOTAL	2,167,924	1,611,525

Favorable Lawsuits

As of the report date, there are various lawsuits initiated by the Group.

As stated in the Company's material event disclosures dated 14.01.2023, 11.04.2023 and 17.06.2023, following the letter dated 13.01.2023 sent to the Company by EMRA, a lawsuit was filed in Ankara 10th Administrative Court for the annulment of the administrative action and the decision in favor of the Company was decided to be suspended by Ankara 8th Administrative Lawsuit Department and the case is still pending on the merits.

Other long-term provisions

	31.12.2023	31.12.2022
Mine restoration provisions	209,337	333,827
TOTAL	209,337	333,827

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023

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

18. PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Cont'd)

Other long-term provisions (Cont'd)

In accordance with TFRS 6 Exploration for and Evaluation of Mineral Resources, an entity will recognize in the financial statements the cost of removal and restoration obligations that will be incurred during a given time period as a result of undertaking the exploration and evaluation of mineral resources according to TAS 37 Provisions, Contingent Liabilities and Contingent Assets. Accordingly, based on the technical evaluation made by the project manager and technical team, mining activities in Çanakkale Province Çan District Yayaköy License No: 17448 site will be operated as closed and open operations. Extension projects including this scope have been submitted to the General Directorate of Mining Affairs for approval. Following the open operation, transition will be made to closed operation. There will be no stripping work on the land improvement during the closed business periods. The area stripped in the open pit will be used as an ash storage area within the scope of Çan 2 thermal power plant, as stated in the EIA report. Subsequent to utilization the economic life of the field, the site will be arranged with a survey study, afforested, and abandoned. Approximate estimated cost for terracing and afforestation will be around TL 300.000.

Pickling work will be carried out in an area of approximately 150 decares. As per the extension project, there are 100 trees per decare. Due to the soil structure of the region, approximately TL 2,000 per decare cost is calculated in this way. The total cost for 150 decares of land has been calculated as $150 \times \text{TL } 2.000 = \text{TL } 300.000$. This study will be carried out after the open business has completed its economic life, which is estimated to be at the completion of 20 years period.

Provision for mine restoration

	31.12.2023	31.12.2022
Balance at the beginning of period	333,827	500,861
Additional provision / payment (-)	(124,490)	(167,035)
BALANCE AT THE END OF THE PERIOD	209,337	333,827

As of December 31, 2023, the net present value of total cost amounting to TL 300.000, is TL 209.335.

Share pledge agreement

A pledge agreement was signed with the Consortium made up of Yapı Kredi Bank A.Ş. Esenyurt Commercial Branch and Halk Bankası A.Ş. Kozyatagi Commercial Branch and Çan2 Termik A.Ş. in order to pledge all shares of the shareholders of Çan2 Termik A.Ş. in favor of The Esenyurt Commercial Branch and Halk Bankası A.Ş. Kozyatagi Commercial Branch as the guarantee of the loan issued in accordance with the General Credit Agreement signed by Çan2 Termik A.Ş. Furthermore, related to the debt arising from the General Credit Agreement signed between the consortium made up of Yapı Kredi Bank A.Ş. Esenyurt Commercial Branch and Halk Bank A.Ş. Kozyatagi Commercial Branch and Çan2 Termik A.Ş., a Pledge Agreement and a Movable Pledge Agreement was signed without any provisions in regards the transfer of title and proprietorship. The total amount in the Movable Pledge Agreement is Euros 244.800.000 and TL 1.000.000.000.

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

18. PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Cont'd)

Share pledge agreement (Cont'd)

Properties owned by ÇAN2 Termik A.Ş. were pledged as guarantee for loans obtained from Yapı Kredi Bank A.S. and Türkiye Halk Bankası. The pledge is ranged between 1 up to 10th degrees. The total amount of the mortgage was TL 2.614.500.000 and Euro 558.900.000.

The process for the removal of the related pledges and mortgages was initiated with the relevant banks after the loan closing.

Assignments

Transfer of EPIAS Receivables Agreement with Yapı Kredi Bankası A.Ş. Esenyurt Commercial Branch.

In accordance with the General Loan Agreement signed between the consortium of Yapı Kredi Bankası A.Ş. Esenyurt Commercial Branch and Halk Bankası EPIAŞ Receivable Pledge Agreement was signed as guarantee of the loan in favor of Yapı Kredi Bankası A.Ş. Esenyurt Commercial Branch and Halk Bankası A.Ş. Kozyatağı Commercial Branch. The pledge was assigned for an amount of TL 13.000.000.000, with a term up to 2029.

Receivable Pledge Agreement with Yapı Kredi Bankası A.Ş. Esenyurt Commercial Branch and Pledge of EÜAŞ Receivable Agreement with Türkiye Halk Bankası A.Ş. Commercial Branch:

In accordance with the General Loan Agreement signed between the consortium of Yapı Kredi Bankası A.Ş. Esenyurt Commercial Branch and Halk Bankası Kozyatağı Commercial Branch EÜAŞ Receivable Pledge Agreement was signed as guarantee of the loan in favor of Yapı Kredi Bankası A.Ş. Esenyurt Commercial Branch and Halk Bankası A.Ş. Kozyatağı Commercial Branch. The pledge assigned is related to the electricity sales agreement dated 24.12.2020.

The process for the removal of the related liens was initiated with the relevant banks after the loan closure.

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023
(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated)

18. PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Cont'd)

Guarantees given

The guarantees given by the group are as follows:

Guarantees / Pledge / Mortgage (GPM)	31.12.2023	31.12.2022
A) GPM given for companies own legal personality	30,261,110,070	19,998,450,829
B) GPM given in behalf of fully consolidated companies	--	--
C) GPM given for continuation of its economic activities on behalf of third parties	--	--
D) Total amount of other GPM's	--	--
i) Total amount of GPM's given on behalf of the majority shareholder	--	--
Total amount of GPM's given on behalf of other Group companies which are not in scope of B and C	--	--
ii) Total amount of CPM's given on behalf of other group companies which are not in scope of B and C	--	--
iii) Total amount of GPM's given on behalf of third parties which are not in scope of C	--	--
TOTAL	30,261,110,070	19,998,450,829

Guarantees and notes received by the Group are as follows;

	31.12.2023	31.12.2022
Letters of guarantee received	4,660,182	7,243,878
TOTAL	4,660,182	7,243,878

19. EMPLOYEE BENEFITS

a. Short term

Payables due to employee benefits

	31.12.2023	31.12.2022
Payables to personnel	16,281,136	8,434,947
Social security premium payables	15,820,451	6,933,187
TOTAL	32,101,587	15,368,134

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

19. EMPLOYEE BENEFITS (Cont'd)**a. Short term (Cont'd)**

Payables to personnel consists of unpaid accrued wages and similar debts due. Social Security withholdings consist of social security premiums payables that are accrued with the related payroll, declared and filed on the twenty-third of the following month and paid by the end of the month consists of premium debts.

Provisions for Employee Benefits

	31.12.2023	31.12.2022
Provision for Vacation Leave	12,501,007	17,132,117
TOTAL	12,501,007	17,132,117

b. Long term**Çalışanlara Sağlanan Faydalara İlişkin Karşılıklar****Severance pay provision**

Under the Turkish Labor Law, companies are required to pay termination benefits to each employee who has completed one year of service and whose employment is terminated without due cause, or who is called up for military service, dies or retires. The maximum amount payable equals to one month of salary is TL 23.489,83 as of 31 December 2023 (31 December 2022: TL 17.904,62) for each year of service.

In order to calculate the liabilities of the Group in accordance with TAS 29 (Employee Benefits), a calculation made with actuarial assumptions is required. The Group calculated the provision for severance pay, using the "Projection Method" in accordance with TAS 29, based on the experience of the Group in completing the personnel service period in previous years and gaining the right to severance pay and reflected it in the financial statements.

Provision for termination benefits is made by calculating the present value of the possible liability to be paid in case of retirement of employees. Accordingly, the actuarial assumptions used to calculate the liability as of December 31, 2022 and 2023 are as follows:

	31.12.2023	31.12.2022
Discount rate	27.50%	21.44%
Estimated rate of increase	17.78%	17.78%
Net Discount rate	3.11%	3.11%

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023
(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated)

19. EMPLOYEE BENEFITS (Cont'd)

	31.12.2023	31.12.2022
Provision for Severance Pay	6,561,842	5,123,555
Balance at end of the period	6,561,842	5,123,555
	31.12.2023	31.12.2022
Balance at beginning of the period	5,123,555	3,584,437
Payment	8,637,177	1,030,960
Interest cost	855,103	287,930
Current service cost	(7,669,545)	(290,122)
Actuarial Gain/Loss	1,170,562	3,162,211
Monetary Gain/(Loss)	(1,555,010)	(2,651,861)
Balance at end of the period	6,561,842	5,123,555

20. OTHER ASSETS AND LIABILITIES

Other current assets

Other Current Assets as of December 31, 2022, and 2023 are as follows:

	31.12.2023	31.12.2022
Income accruals	415,386,972	539,033,646
Deferred VAT	3,799,521	8,792,047
Job advances	20,713,236	1,687,662
Personnel advances	2,991,142	119,247
Order advances given	10,319,878	72,390,005
Other Various Current Assets	91,564	--
TOTAL	453,302,313	622,022,607

Income accruals are as follows:

	31.12.2023	31.12.2022
Income accruals from sales of electricity	415,386,972	539,033,646
TOTAL	415,386,972	539,033,646

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

20. OTHER ASSETS AND LIABILITIES (Cont'd)**Other short-term liabilities**

	31.12.2023	31.12.2022
Expense accruals	58,501,811	820,793,248
TOTAL	58,501,811	820,793,248

The details of Expense Accruals are as follows:

	31.12.2023	31.12.2022
Expense accruals from electricity purchases	41,034,121	819,273,034
Other expenses accruals	17,467,690	1,520,214
TOTAL	58,501,811	820,793,248

*The details of Other Non - Current Assets as of December 31, 2022, and 2023 are as follows.***Other non-current assets**

	31.12.2023	31.12.2022
Advances given (*)	50,666,744	78,867,748
TOTAL	50,666,744	78,867,748

() Advances given consist of advances given to contractors and suppliers in the previous periods in order to purchase investment materials and services for Çan-2 Termik A.Ş. plant.***Other long-term liabilities**

	31.12.2023	31.12.2022
Expense accruals (*)	21,193,391	792,827
TOTAL	21,193,391	792,827

() Amount consists of the interest expense accrual related to the restructuring of insurance and tax debt installment.*

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023
(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated)

21. SHARE CAPITAL, RESERVES AND OTHER EQUITY ITEMS

Paid Capital

The paid capital structure of the Group as of 31.12.2022, and 2023 is as follows:

Shareholders	31.12.2023		31.12.2022	
	Pay Tutarı	Pay Oranı	Pay Tutarı	Pay Oranı
Odaş Elektrik Üretim San. Tic. A.Ş.	548,244,403	58.44%	245,651,000	76.77%
Public Shares	389,872,500	41.56%	74,349,000	23.23%
TOTAL	938,116,903	100%	320,000,000	100%
Capital Adjustment Differences (*)	1,400,283,822	-	1,125,871,650	-
Total Paid-in Capital	2,338,400,725	-	1,445,871,650	-

(*) Adjustment to share capital represents the restatement effect of cash and cash equivalent contributions to share capital restated for the effects of inflation. Adjustment to share capital is not available for any other use except to be added to share capital.

As of 31.12.2023, the paid-in capital of Çan2 Termik A.Ş. was TL 938.116.902,57, divided into 938.116.902,57 shares, each with a nominal value of TL 1.

Share premiums/discounts

	31.12.2023	31.12.2022
Share Premiums	3,158,787,488	647,361,591
TOTAL	3,158,787,488	647,361,591

Gain/Loss From Cash Risk Protection

	31.12.2023	31.12.2022
Cash Flow Hedge Gains/Losses	1,298,173,522	1,262,459,888
TOTAL	1,298,173,522	1,262,459,888

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

21. SHARE CAPITAL, RESERVES AND OTHER EQUITY ITEMS (Cont'd)**Actuarial Loss / Gain Fund***The movement of actuarial loss/gain fund is as follows:*

	31.12.2023	31.12.2022
Balance at beginning of the period	(3,123,482)	(593,713)
Actuarial gain/loss	(1,170,562)	(3,162,211)
Deferred tax effect	292,641	632,442
Balance at the end of the period	(4,001,403)	(3,123,482)

Restricted Reserves

	31.12.2023	31.12.2022
Legal Reserves	40,903,077	--
TOTAL	40,903,077	--

Capital Advances

	31.12.2023	31.12.2022
Capital Advances	1,474,418,200	--
TOTAL	1,474,418,200	--

The explanation regarding the adjusted equity accounts in accordance with TAS 29 prepared by the Group in accordance with the Capital Markets Board Bulletin published on March 7, 2024 is as follows:

Equity	PPI Indexed	CPI Indexed	Differences to be Recognized in Retained Earnings/losses
Positive Capital Adjustment Differences	2,994,405,087	2,338,400,725	656,004,362
Share Premiums/ Discounts	2,914,677,467	3,158,787,488	(244,110,021)
Restricted Reserves	37,230,665	40,903,077	(3,672,412)

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023
(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated)

21. SHARE CAPITAL, RESERVES AND OTHER EQUITY ITEMS (Cont'd)

Parent Company Shares

During the year ended December 31, 2023, the Group incurred a period profit of TL 446.760.950 (31.12.2022: TL 2.607.990.010 of net profit), all of which pertain to the Parent Company shares and there are no non - controlling interests.

Prior Years Profit/Loss

Dönem net karı dışındaki birikmiş kar/zararlar netleştirilerek bu kalemdede gösterilmiştir.

Previous Years Profit/Losses	31.12.2023	31.12.2022
Previous Years Profit/Loss	8,387,400,759	8,877,216,606
Share Not Resulting in Loss of Control in Subsidiaries Rate Not Depending On Increase/Decrease	--	--
Transfers	(324,347,832)	--
Profit/Loss for the Period	2,607,990,010	(489,815,847)
TOTAL	10,671,042,937	8,387,400,759

The explanation regarding the Group's adjusted retained earnings/losses accounts in accordance with TAS 29 prepared in accordance with the Capital Markets Board Bulletin published on March 7, 2024 is as follows;

Previous Year Profit/Loss	31 Aralık 2022	01 Ocak 2022
Pre-Inflation Accounting Amount	(293,751,490)	(112,788,484)
Amount After Inflation Accounting	8,387,400,759	8,877,216,606

22. REVENUE AND COST OF SALES

The details of sales are as follows;

	01 January - 31 December 2023	01 January - 31 December 2022
Domestic Sales	5,830,921,755	11,399,575,659
Electricity Sales	5,779,755,054	10,212,576,611
Other Income	53,615,152	1,214,943,858
Sales Returns	(2,448,451)	(27,944,810)
TOTAL	5,830,921,755	11,399,575,659

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

23. EXPENSES BY NATURE*The details of the cost of sales for the periods 01.01.-31.12.2023 and 01.01.-31.12.2022 are as follows:*

	01 January - 31 December 2023	01 January - 31 December 2022
Other costs TEIAS/EPIAS	1,712,777,084	4,627,663,253
Cost of First Article-Materials Utilization	1,655,698,033	1,646,539,098
Personnel expenses share	313,915,176	240,885,509
Amortization and depreciation expenses	741,929,293	717,865,609
Maintenance cost	126,047,595	124,096,493
The Cost of Selling Coal	108,240,761	4,989,293
Other Expenses	52,814,685	50,540,513
Cost of Sales of Finished Goods from Production	51,367,340	20,055,736
Limestone Cost of Sales	35,661,025	--
Insurance Expenses	35,265,151	36,309,222
Rental Expense	21,941,467	20,730,877
Consultancy Expenses	4,842,075	2,939,740
TOTAL	4,860,499,685	7,492,615,343

24. GENERAL ADMINISTRATIVE EXPENSES, MARKETING AND SELLING**Marketing, selling and distribution expenses**

	01 January - 31 December 2023	01 January - 31 December 2022
Marketing, selling and distribution expenses	73,152,992	--
TOTAL	73,152,992	--

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023
(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated)

24. GENERAL ADMINISTRATIVE EXPENSES, MARKETING AND SELLING (Cont'd)

General Administrative Expenses

The details of the general administrative expenses for the periods 01.01.-31.12.2023, and 2022 are as follows:

	01 January - 31 December 2023	01 January - 31 December 2022
Personnel expenses	48,660,986	52,376,450
Other Expenses	16,033,776	14,689,696
Amortization expenses	39,911,225	37,146,542
Consultation expense	6,448,934	7,166,923
Declaration and Contract Stamp Duty	668,827	11,591,994
TOTAL	111,723,748	122,971,605

25. OTHER OPERATING INCOME AND EXPENSES

Other income from operating activities

	01 January - 31 December 2023	01 January - 31 December 2022
Exchange rate gain	59,800,998	64,924,723
Previous year's profit and income	3,823,405	13,285,125
Rediscount income	47,339,131	53,830
Other operating profit and income	1,821,327	4,865,819
Provision no longer required	532,263	684,001
Other extraordinary income	18,871,859	2,577,452
TOTAL	132,188,983	86,390,950

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

25. OTHER OPERATING INCOME AND EXPENSES (Cont'd)**Other expenses from operating activities**

	01 January - 31 December 2023	01 January - 31 December 2022
Previous years losses and expenses	5,583,083	2,617,234
Other Extra Ordinary Losses and Expenses	115,542,634	65,138,205
Rediscount expenses	30,233,216	6,850,503
Idle Capacity Losses and Expenses	27,790,699	43,837,611
Other Ordinary Losses and Expenses	300,075	1,111,003
Exchange Rate Expenses	122,336,252	66,464,052
Provision expenses	11,401,653	467,576
TOTAL	313,187,612	186,486,184

26. INVESTMENT INCOME AND EXPENSES

The details of the income and expenses from investment activities for the periods 01.01.-31.12.2023, and 2022 are as follows:

	01 January - 31 December 2023	01 January - 31 December 2022
Income from investment activities	2,732,911	60,652,922
Expenses from investment activities	(1,086,036)	(3,517)
TOTAL	1,646,875	60,649,405

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023
(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated)

27. FINANCIAL INCOME AND EXPENSES

Financial Income

	01 January - 31 December 2023	01 January - 31 December 2022
Exchange gain	834,005,912	688,956,986
Interest Income	211,645,350	51,856,029
Profits from Derivative Instruments	--	38,677,729
Rediscount expenses	75,513,340	12,164,870
Profit on Sale of Marketable Securities	200,762	1,016,783
TOTAL	1,121,365,364	792,672,397

Financial Expenses

	01 January - 31 December 2023	01 January - 31 December 2022
Exchange losses	377,266,544	1,392,998,959
Interest and commission expenses	382,065,293	681,791,832
Rediscount expenses	155,654,641	99,462,542
Losses on Sale of Marketable Securities	2,029	--
TOTAL	914,988,507	2,174,253,333

28. ANALYSIS OF OTHER COMPREHENSIVE INCOME ITEMS

The Group's other comprehensive income/(expense) during the years ended 31.12.2023 and 31.12.2022 comprised:

Other comprehensive income (expense) that will not be reclassified to profit and loss	01 January - 31 December 2023	01 January - 31 December 2022
Actuarial Gain / Loss	(1,170,562)	(3,162,211)
Deferred tax income / expenses	292,640	632,442
TOTAL	(877,922)	(2,529,769)

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

29. INCOME TAXES INCLUDING DEFERRED TAX ASSETS AND LIABILITIES

Tax income /expenses in the statement of income during the years ended 31.12.2023 and 31.12.2022 comprised:

	01 January - 31 December 2023	01 January - 31 December 2022
Current tax expense / income	(140,340)	(59,877,381)
Deferred tax income / expense	551,459,886	950,539,159
Deferred tax reflected in Equity	241,471,732	83,508,905
TOTAL	792,791,278	974,170,683

Current Tax

In Turkey, the corporate tax rate is applied as 22% for corporate earnings for the taxation periods of 2018, 2019 ,2020 and 25% for 2021 and 2023 and 23% for 2022 in accordance with the Corporate Tax Law No. 5520.

Current Year Tax Provisions, Net

	31 December 2023	31 December 2022
Profit / Loss Before Tax	18,921,496	1,376,526,867
Non-tax-deductible expenses	2,454,879	11,945,911
Financing Expense Restriction	--	68,407,716
Currency Protected Deposit System	--	24,409,882
Participation Earning	--	1,721,475
Past year loss deduction	20,909,021	754,913,960
Reduced corporate tax advantage arising from capital increase in cash	--	85,869,555
Corporate Tax Base	467,355	589,965,622
Corporate Tax Base (%23)	--	1,652,242
Corporate Tax Base (Investment Discounted Part %4,6)	--	26,808,214
Corporate Tax Base (%25)	116,839	--
Monetary Gain / (Loss)	23,501	31,416,925
Current Tax Expenses	140,340	59,877,381

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023

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

29. INCOME TAXES INCLUDING DEFERRED TAX ASSETS AND LIABILITIES (Cont'd)

Cari Dönem Vergisi ile İlgili Varlıklar

	31 December 2023	31 December 2022
Prepaid Taxes and Funds	5,753,749	5,386,188
TOTAL	5,753,749	5,386,188

Deferred Tax

The Group's deferred income tax assets and liabilities are calculated by taking into account the effects of temporary differences arising as a result of different evaluation between the registered value of the balance sheet items and the Tax Procedure Law.

These temporary differences generally resulting from the recognition of income and expenses in different reporting periods according to the CMB Communiqué and tax laws. The rate to be applied for the deferred tax receivables and liability calculated according to the liability method over the temporary differences that will arise after 31.12.2008 is 20%. However, the 20% tax rate specified in the first paragraph of Article 32 of the Corporate Tax Law No. 5520 with the Law No. 7061 "Amending Some Tax Laws and Some Other Laws" adopted on 28.11.2017 is for corporate earnings for the 2018, 2019 and 2020 taxation periods. The provision that is applied as 22% has been added with a provisional article. The tax rate for corporate earnings will be applied as 25% in 2021, 23% in 2022 and 25% will be applied for corporate earnings in 2023 and onwards.

Turkish tax legislation makes not possible that the main partner of company can organize tax statement via financial statement of its consolidated subsidiaries and affiliates. Therefore, with company has deferred tax assets and company has deferred liabilities are not net finalized their tax position. It is stated separately.

The deferred tax assets and liabilities as of December 31, 2023, and 2022 are given in the financial statements as follows,

	31 December 2023	31 December 2022
Deferred Tax Assets	1,408,081,709	1,328,930,570
Deferred Tax Liabilities	(39,619,776)	(29,489,141)
TOTAL	1,368,461,933	1,296,441,429

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

29. INCOME TAXES INCLUDING DEFERRED TAX ASSETS AND LIABILITIES (Cont'd)

Deferred Tax (Cont'd)

The temporary differences and deferred tax assets/(liabilities) using the enacted tax rates as of December 31, 2022, and 2023 are as follows:

	Temporary Differences		Deferred tax assets / (Liabilities)	
Deferred tax assets / Liabilities	31.12.2023	31.12.2022	31.12.2023	31.12.2022
Other Deferred Tax Assets/Liabilities	80,672,275	129,504	20,168,069	32,376
Rediscounts	85,570,517	43,620,261	21,392,629	10,905,065
Stocks	(228,926,643)	(20,579)	(57,231,661)	(5,145)
Other liabilities and accrued expenses	203,281,990	210,137,037	50,820,498	52,534,259
Tangible and intangible fixed assets depreciation differences	(1,760,095,821)	319,045,612	(440,023,955)	79,761,403
Employment termination benefits and annual leave provision	15,051,322	17,804,537	3,762,832	4,451,134
Reduced corporate tax advantage arising from capital increase in cash	--	--	131,719,090	--
Reduced Corporate Tax from Investment (*)	--	--	1,275,137,016	1,427,854,702
Tangible Asset Revaluation Effects	--	--	--	(1,288,823)
Cash Flow Hedging Gains/Losses	--	--	465,890,880	370,264,174
Inflation Effect	--	--	(103,173,464)	(645,067,719)
TOTAL	(1,604,446,359)	590,716,373	1,368,461,933	1,299,441,429

(*) Even though the related investment of the Group is in Region II, the Special Terms of Investment Incentive, Article 5 state that the investment subject to the incentive is listed among prioritized investments, which will benefit from regional supports granted to Region 5. Accordingly, the Investment Contribution Rate is 40% and the Discounted Corporate Tax Rate is 80%. Accordingly, the Group will benefit from reduced corporate tax application in the amount of TL 320.715.946 in relation to the profit from the investment, which is calculated as 40% of the total investment amount of TL 801.789.865. As of December 31, 2023, the indexed remaining investment allowance amount is 1.275.137.016 TRY. In addition, the Republic of Turkey Ministry of Industry and Technology issued an investment incentive certificate dated 08.04.2020 with document number 510216 and ID number 1013731.

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023

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

29. INCOME TAXES INCLUDING DEFERRED TAX ASSETS AND LIABILITIES (Cont'd)

The support class is Regional-Priority Investment and the support elements are VAT Exemption, Interest Support, Tax Reduction, Insurance Premium Employer's Share and Investment Site Allocation. Accordingly, the Investment Contribution Rate is 40% and the Reduced Corporate Tax Rate is 80%. Accordingly, 40% of the total investment amounting to 329.297.725 TRY, which is 40% of the total investment amounting to 131.719.090 TRY, will be able to benefit from the reduced corporate tax application regarding the earnings from the investment. The related amount is subject to deferred tax.

30. EARNINGS PER SHARE

	01 January - 31 December 2023	01 January - 31 December 2022
Net profit / (Loss)	446,760,950	2,607,990,010
Weighted average number of common share	741,674,271	320,000,000
Profit / (Loss) per share with a nominal value of 1 TL	0.602368	8.149969

31. REPORTING IN HYPERINFLATIONARY COUNTRIES

In accordance with the announcement made by the Public Oversight Accounting and Auditing Standards Authority (POA) on November 23, 2023, entities that apply TFRSs are required to apply inflation accounting in accordance with TAS 29 Financial Reporting in Hyperinflationary Economies for the annual reporting period beginning on after December 31, 2023. TAS 29 is applied to the financial statements, including the consolidated financial statements, of entities whose functional currency is the currency of a hyperinflationary economy.

In accordance with the standard, financial statements prepared in the currency of a hyperinflationary economy are stated in terms of the purchasing power of that currency at the balance sheet date. For comparative purposes, comparative information in prior period financial statements is expressed in terms of the measuring unit current at the end of the reporting period. Therefore, the Group has also presented its consolidated financial statements as of December 31, 2022 on the basis of the purchasing power of that currency as of December 31, 2023.

In accordance with the CMB's decision dated December 28, 2023 and numbered 81/1820, issuers and capital market institutions subject to financial reporting regulations applying Turkish Accounting/Financial Reporting Standards are required to apply inflation accounting by applying the provisions of TAS 29 beginning with their annual financial statements for the accounting periods ending on December 31, 2023. The restatements made in accordance with TAS 29 have been made using the adjustment factor derived from the Consumer Price Index ("CPI") in Turkey published by the Turkish Statistical Institute ("TURKSTAT").

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

31. REPORTING IN HYPERINFLATIONARY COUNTRIES (Cont'd)*As at December 31, 2023, the indices and adjustment factors used in the restatement of the consolidated financial statements are as follows:*

Date	Index	Correction Coefficient
31.12.2023	1.859,38	1
31.12.2022	1.128,45	1.647
31.12.2021	686,95	2.706

32. FINANCIAL INSTRUMENTS**Short term financial liabilities***As of December 31, 2022 and 2023 short-term financial debts are as follows:*

	31.12.2023	31.12.2022
Bank loan	98,085	--
Liabilities from leasing	6,467,422	1,854,653
Deferred leasing costs (-)	(1,891,066)	(434,752)
Loan principal instalments and interest	6,735,927	484,128,072
Other financial liabilities	7,712,156	1,428,304
Short term financial liabilities – Net	19,122,524	486,976,277

Long term financial liabilities

	31.12.2023	31.12.2022
Bank loan	--	3,182,174,741
Liabilities from leasing	2,416,219	1,105,456
Deferred leasing costs (-)	(258,591)	(133,078)
Long term financial liabilities – Net	2,157,628	3,183,147,119

	31.12.2023	31.12.2022
Other financial liabilities	7,712,156	1,428,304
TOTAL	7,712,156	1,428,304

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023
(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated)

32. FINANCIAL INSTRUMENTS (Cont'd)

Long term financial liabilities (Cont'd)

The details of the maturity and interest amounts of the Group's loans are as follows:

Loan repayment schedule:

Long term loans	31.12.2023	31.12.2022
2024	--	727,529,653
2025	--	623,270,541
2026	--	544,301,617
2027	--	473,426,430
2028	--	409,746,404
2029	--	352,955,867
2030	--	50,944,229
TOTAL	--	3,182,174,741

Long term loans	31.12.2023	31.12.2022
1-2 Years	--	--
2-3 Years	--	727,529,653
3-4 Years	--	623,270,541
4-5 Years	--	544,301,617
5 Years and above	--	1,287,072,930
TOTAL	--	3,182,174,741

Date of payment	Liabilities from leasing	Deferred leasing costs (-)
2024	2,416,219	(258,591)
TOTAL	2,416,219	(258,591)

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

32. FINANCIAL INSTRUMENTS (Cont'd)

	Annual interest rate %		Value in foreign currency		TL	
	31 Aralık 2023	31 Aralık 2022	31 Aralık 2023	31 Aralık 2022	31 Aralık 2023	31 Aralık 2022
TL Loans	14.52% 37.26%	7.5-24.24%	--	--	98,085	--
EURO Loans	--	7%-8.752	--	--	--	--
Short term Loans	--	--	--	--	98,085	--
EURO Loans	--	7%-8.752	--	11,586,248	--	381,262,513
USD Loans	--	--	--	--	--	--
TL Loans	14.52%-37.26%	7.5-24.24%	--	--	6,735,925	102,865,559
Short Term Loan principal installments and interests					6,735,925	484,128,072
Short term Loans in total			--	--	6,834,010	484,128,072
EURO Loans		7%-8.752	--	91,908,500	--	3,024,384,293
USD Loans		--	--	--	--	--
TL Loans		7.5-24.24%	--	--	--	157,790,448
Long term Loans in total						3,182,174,741

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023
(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated)

33. NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS

Credit risk management

The credit risks exposed by the financial instrument types as of December 31, 2023, as follows:

31.12.2023	Receivables				Deposits at banks	Derivative instruments	Other
	Trade receivables		Other receivables				
	Related party	Third party	Related party	Third party			
Minimum credit risk exposed as of reporting date (A+B+C+D+E)	440,022,535	1,784,028,436	7,807,146	5,430,046	89,823,774	--	202,810,234
- The section of the minimum risk taken under assurance	--	--	--	--	--	--	--
A. Carrying amount of financial assets not overdue or not impaired	440,022,535	1,784,028,436	7,807,146	5,430,046	89,823,774	--	202,810,234
B. Carrying amount of financial assets with rediscussed conditions that are considered overdue but not impaired	--	--	--	--	--	--	--
C. Carrying amount of financial assets overdue but not impaired	--	--	--	--	--	--	--
D. Carrying amount of assets impaired	--	1,533,051	--	--	--	--	--
-Overdue (gross book value)	--	(1,533,051)	--	--	--	--	--
- Impairment (-)	--	--	--	--	--	--	--
- Net value guaranteed	--	--	--	--	--	--	--
-Undue (gross book value)	--	--	--	--	--	--	--
- Impairment (-)	--	--	--	--	--	--	--
- Net value guaranteed	--	--	--	--	--	--	--
E. Off-balance sheet items carrying credit risk	--	--	--	--	--	--	--

In determining the amount, the factors that increased credit reliability, such as the guarantees received, were not considered.

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

33. NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (Cont'd)

Credit risk management (Cont'd)

The credit risks exposed by the financial instrument types as of December 31, 2022, as follows:

31.12.2022	Receivables				Deposits at banks	Derivative instruments	Other
	Trade receivables		Other receivables				
	Related party	Third party	Related party	Third party			
Minimum credit risk exposed as of reporting date (A+B+C+D+E)	821,656,002	685,881,078	16,444,220	4,647,708	345,116,603	--	200,679,205
- The section of the minimum risk taken under assurance	--	--	--	2,561,476	--	--	--
A. Carrying amount of financial assets not overdue or not impaired	821,656,002	685,881,078	16,444,220	2,086,232	345,116,603	--	200,679,205
B. Carrying amount of financial assets with rediscussed conditions that are considered overdue but not impaired	--	--	--	--	--	--	--
C. Carrying amount of financial assets overdue but not impaired	--	--	--	--	--	--	--
D. Carrying amount of assets impaired	--	2,471,594	--	--	--	--	--
-Overdue (gross book value)	--	(2,471,594)	--	--	--	--	--
- Impairment (-)	--	--	--	--	--	--	--
- Net value guaranteed	--	--	--	--	--	--	--
-Undue (gross book value)	--	--	--	--	--	--	--
- Impairment (-)	--	--	--	--	--	--	--
- Net value guaranteed	--	--	--	--	--	--	--
E. Off-balance sheet items carrying credit risk	--	--	--	--	--	--	--

In determining the amount, the factors that increased credit reliability, such as the guarantees received, were not considered.

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023
(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated)

33. NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (Cont'd)

Liquidity risk

The main responsibility related to liquidity risk management belongs to the Board of Directors. The board of Directors has established an appropriate liquidity risk management for the short-, medium- and long-term funding and liquidity requirements of the Group's Management. The Group manages liquidity risk by regularly monitoring estimated and actual cash flows and ensuring the continuation of sufficient funds and borrowing reserves by matching the maturities of financial assets and liabilities.

In this context, care is taken to ensure that the maturities of receivables and payables are compatible, in order to maintain short-term liquidity, net working capital management targets are set and efforts are made to keep the balance sheet ratios at certain levels.

In medium- and long-term liquidity management, the Group's cash flow forecasts are made based on financial markets and industry dynamics, the cash flow cycle is monitored and tested according to various scenarios.

It shows the maturity distribution of the Group's non-derivative financial liabilities. Non-derivative financial liabilities are prepared without discount and based on the earliest dates required to be paid. When receivables or payables are not fixed, the amount disclosed is determined using the interest rate derived from the yield curves at the date of the report.

Market Risk

Market risk is changes in interest rates, rates or the value of securities that will adversely affect the Group.

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

33. NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (Cont'd)**Foreign Currency Risk**

FOREIGN EXCHANGE POSITION				
31.12.2023				
	TL (Functional Currency)	USD	EUR	GBP
1. Trade Receivables	8,700,522	295,552	--	--
2a. Monetary Financial Assets (Cash, Banks included)	22,129,556	424,735	295,448	60
2b. Non-Monetary Financial Assets	63,618,025	1,336,738	729,059	13,850
3. Other	--	--	--	--
4. Current Assets (1+2+3)	94,448,103	2,057,025	1,024,507	13,910
5. Trade Receivables	--	--	--	--
6a. Monetary Financial Assets	--	--	--	--
6b. Non-Monetary Financial Assets	--	--	--	--
7. Other	--	--	--	--
8. Non-Current Assets (5+6+7)	--	--	--	--
9. Total Assets (4+8)	94,448,103	2,057,025	1,024,507	13,910
10. Trade Payables	(64,163,248)	(284,863)	(1,708,791)	--
11. Financial Liabilities	(219,810,750)	--	(6,735,925)	--
12a. Other Monetary Financial Liabilities	--	--	--	--
12b. Other Non-Monetary Financial Liabilities	--	--	--	--
13. Current Liabilities (10+11+12)	(283,973,998)	(284,863)	(8,444,716)	--
14. Trade Payables	--	--	--	--
15. Financial Liabilities	--	--	--	--
17. Non-Current Liabilities (14+15+16)	--	--	--	--
18. Total Liabilities (13+17)	(283,973,998)	(284,863)	(8,444,716)	--
19. Net asset / liability position of off-balance sheet derivatives (19a-19b)	--	--	--	--
19a. Total Amount of Assets Hedged	--	--	--	--
19b. Total Amount of Liabilities Hedged	--	--	--	--
20. Net foreign currency asset liability position (9-18+19)	(189,525,895)	1,772,162	(7,420,209)	13,910
21. Net foreign currency asset / liability position of monetary items (=1+2a+5+6a-10-11-12a-14-15-16a)	(253,143,920)	435,424	(8,149,268)	60
22. Net asset / liability position of off-balance sheet derivatives	--	--	--	--
23. Export	1,068,700	26,558,902	--	--
24. Import	--	--	--	--

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023
(Amounts expressed in Turkish Lira (“TL”) unless otherwise indicated)

33. NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (Cont’d)

Foreign Currency Risk (Cont’d)

FOREIGN EXCHANGE POSITION				
31.12.2022				
	TL (Functional Currency)	USD	EUR	GBP
1. Trade Receivables	56,169,227	1,823,101	--	--
2a. Monetary Financial Assets (Cash, Banks included)	23,166,277	1,713	703,540	111
2b. Non-Monetary Financial Assets	50,140,493	347,816	1,200,231	--
3. Other	--	--	--	--
4. Current Assets (1+2+3)	129,475,997	2,172,630	1,903,771	111
5. Trade Receivables	--	--	--	--
6a. Monetary Financial Assets	--	--	--	--
6b. Non-Monetary Financial Assets	--	--	--	--
7. Other	--	--	--	--
8. Non-Current Assets (5+6+7)	--	--	--	--
9. Total Assets (4+8)	129,475,997	2,172,630	1,903,771	111
10. Trade Payables	(86,372,865)	(341,912)	(2,304,096)	--
11. Financial Liabilities	(381,262,513)	--	(11,586,248)	--
12a. Other Monetary Financial Liabilities	--	--	--	--
12b. Other Non-Monetary Financial Liabilities	--	--	--	--
13. Current Liabilities (10+11+12)	(467,635,378)	(341,912)	(13,890,344)	--
14. Trade Payables	--	--	--	--
15. Financial Liabilities	(3,024,384,293)	--	(91,908,500)	--
17. Non-Current Liabilities (14+15+16)	(3,024,384,293)	--	(91,908,500)	--
18. Total Liabilities (13+17)	(3,492,019,671)	(341,912)	(105,798,844)	--
19. Net asset / liability position of off-balance sheet derivatives (19a-19b)	--	--	--	--
19a. Total Amount of Assets Hedged	--	--	--	--
19b. Total Amount of Liabilities Hedged	--	--	--	--
20. Net foreign currency asset liability position (9-18+19)	(3,362,543,674)	1,830,718	(103,895,073)	111
21. Net foreign currency asset / liability position of monetary items (=1+2a+5+6a-10-11-12a-14-15-16a)	(3,412,684,167)	1,482,902	(105,095,304)	111
22. Net asset / liability position of off-balance sheet derivatives	--	--	--	--
23. Export	--	--	--	--
24. Import	--	--	--	--

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

33. NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (Cont'd)

Foreign Exchange Position Analysis Chart

Exchange Rate Sensitivity Analysis Chart				
31.12.2023				
	Profit/(Loss)		Equity	
	Foreign currency appreciation	Foreign currency depreciation	Foreign currency appreciation	Foreign currency depreciation
If the US dollar had changed by 10% against the TRY;				
1- USD net (liabilities)/assets	1,949,379	(1,949,379)	--	--
2- Hedging amount of USD (-)	--	--	--	--
3- USD Net Effect (1+2)	1,949,379	(1,949,379)	--	--
If the EUR had changed by 10% against the TRY;				
4- EUR net (liabilities)/assets	(8,162,230)	8,162,230	--	--
5- Hedging amount of EUR (-)	--	--	--	--
6- EUR Net Effect (4+5)	(8,162,230)	8,162,230	--	--
If the GBP had changed by 10% against the TRY;				
7- Other Currencies net (liabilities)/assets	15,301	(15,301)	--	--
8- Hedging amount of other currencies (-)	--	--	--	--
9- GBP Net Effect (7+8)	15,301	(15,301)	--	--

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023
(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated)

33. NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (Cont'd)

Foreign Exchange Position Analysis Chart (Cont'd)

Döviz Kuru Duyarlılık Analizi Tablosu				
31.12.2022				
	Profit/(Loss)		Equity	
	Foreign currency appreciation	Foreign currency depreciation	Foreign currency appreciation	Foreign currency depreciation
If the US dollar had changed by 10% against the TRY;				
1- USD net (liabilities)/assets	2,013,790	(2,013,790)	--	--
2- Hedging amount of USD (-)	--	--	--	--
3- USD Net Effect (1+2)	2,013,790	(2,013,790)	--	--
If the EUR had changed by 10% against the TRY;				
4- EUR net (liabilities)/assets	(114,284,580)	114,284,580	--	--
5- Hedging amount of EUR (-)	--	--	--	--
6- EUR Net Effect (4+5)	(114,284,580)	114,284,580	--	--
If the GBP had changed by 10% against the TRY;				
7- Other Currencies net (liabilities)/assets	122	(122)	--	--
8- Hedging amount of other currencies (-)	--	--	--	--
9- GBP Net Effect (7+8)	122	(122)	--	--

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

34. FINANCIAL INSTRUMENTS (FAIR VALUE EXPLANATION AND PROTECTION OF FINANCIAL HEDGE ACCOUNTING EXPLANATION)

Fair Value

Fair value is defined as price between willing parties who are into making a sale or purchase.

Financial assets and liabilities in foreign currency are converted to market prices at statement of financial position date. Methods and assumptions below are used to predict fair value of each financial instrument in case when it is possible to determine fair value of these instruments.

Financial Assets

The fair value of certain financial assets carried at cost, including cash at banks, marketable securities plus the respective accrued interest are considered to approximate their respective carrying values of cash and cash equivalents are estimated to be their fair values since they are short term. The carrying values of the trade receivables net of provisions for uncollectible receivables are considered allowances for trade uncollectibility are close to be their fair values.

Financial liabilities

The values of monetary liabilities and trade payables are considered close to their fair value because of short term nature. Bank loans are stated with their discounted cost and transaction cost will be added to initial cost of loans. Book value of loans is considered close to its fair value because of updates in changed market conditions and interest rates. Book value of trade payables is considered as close to its fair value cause of being short termed.

The fair value of financial assets and liabilities are determined as follows:

- **Birinci seviye: First Level:** Financial assets and liabilities are appreciated from stock price traded in active market for similar assets and liabilities.
- **Second Level:** Financial assets and liabilities are appreciated from inputs used determining observable price in the market as direct or indirect with the exception of the price is stated in first level.
- **Third Level:** Financial assets and liabilities are appreciated from inputs based on unobservable data in the market in determining the fair value of an asset or liability.

The Group's management believes that the recorded values of financial instruments reflects their fair values.

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023
(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated)

34. FINANCIAL INSTRUMENTS (FAIR VALUE EXPLANATION AND PROTECTION OF FINANCIAL HEDGE ACCOUNTING EXPLANATION) (Cont'd)

Derivative Financial Instruments (Forward Contracts)

The Group engage to agreements on derivative transactions in the foreign exchange markets.(Note 38)

Financial Liabilities

The values of monetary liabilities and trade payables are considered close to their fair value because of short term nature. Bank loans are stated with their discounted cost and transaction cost will be added to initial cost of loans. Book value of loans is considered close to its fair value because of updates in changed market conditions and interest rates. Book value of trade payables is considered as close to its fair value cause of being short termed.

35. SUBSEQUENT EVENTS

Increase in Authorized Capital Ceiling and Extension of the Validity Period

It has been decided to obtain permission from the Capital Markets Board and other relevant institutions for the approval of the attached Amendment Text to the Articles of Association for Article 6 of the Company's Articles of Association regarding the increase of the registered capital ceiling from 1.262.050.000 TRY to 10.000.000.000 TRY for the years 2024-2028 and the extension of the validity period in order to utilize the Company's internal resources and strengthen the capital structure. Accordingly, the permission application made to the Capital Markets Board regarding the increase of the registered capital ceiling from 1.262.050.000 TRY to 10.000.000.000 TRY and the extension of the validity period to cover the years 2024-2028, as stated in Article 6 of the Company's Articles of Association, was approved by the Board's letter dated 29.02.2024 and numbered E-29833736-110.04.04.04-50535.

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

36. FEES PAID FOR THE AUDIT SERVICES

a. The independent audit fee for the reporting period of 1 January - 31 December 2023 is TRY 500.000.
(31.12.2022: 535.512 TL)

b. Fees for Other Services:

- Fees for Other Assurance Services: None (31.12.2022 : 24.716 TL)
- Fee for Tax Consultancy Services : 282.000 TL (31.12.2022 : 238.921 TL)
- Fees for Other Services Other than Independent Audit: None (31.12.2022 : None)

37. DERIVATIVE FINANCIAL INSTRUMENTS

CASH FLOW HEDGE OF A HIGHLY PROBABLE FORECASTED TRANSACTION

The Company management has discontinued the hedge accounting applied in accordance with TFRS 9 as of July 1, 2023 due to the expiration of foreign currency loan liabilities designated as hedging instruments within the scope of cash flow hedge accounting for the highly probable forecast transaction foreign currency risk component.

In this context, as of June 30, 2023, reclassification of the cash flow hedge reserve accumulated in other comprehensive income to the income statement in accordance with IFRS 9 has started in connection with the cash flows of the hedged item at the date the hedge accounting is terminated.

As of December 31, 2023, the amount reclassified from cash flow hedge reserve under Other Comprehensive Income to the income statement within the scope of hedge accounting closure transactions amount is net TRY 115.303.768.

38. OTHER ISSUES THAT SIGNIFICANTLY AFFECT THE FINANCIAL STATEMENTS OR REQUIRED FOR UNDERSTANDING OF THE FINANCIAL STATEMENTS

None.

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023
(Amounts expressed in Turkish Lira (“TL”) unless otherwise indicated)

39. EXPLANATION ON CASH FLOW STATEMENTS

The movements that do not generate cash inflows and outflows in the cash flow statement are as follows by years:

		Current Period Audited Consolidated	Prior Period Audited Consolidated
	Notes	01.01-31.12.2023	01.01-31.12.2022
A. CASH FLOWS FROM OPEARING ACTIVITIES		4,552,960,995	4,771,652,791
Profit/Loss For The Period		446,760,950	2,607,990,012
Adjustments To Reconcile Net Profit/Loss For The Period		5,922,051,528	3,800,440,757
Adjustments related to amortization and depreciation expenses	11-12-14-23-24	797,741,538	481,424,889
Adjustments Related to Impairment (Reversal) of Receivables	7	1,533,051	-
Adjustments Related to Employees Benefits Provision (Cancellation)	19	4,821,620	6,000,126
Adjustments Related to Lawsuit Provision (Reversal)	18	556,398	(933,738)
Adjustments Regarding Provisions Allocated (Reversal) within Framework for Sectoral Requirements	18	(124,491)	(167,035)
Deferred Finance Expenses arising from Credit Purchases	7-8	30,073,296	9,326,308
Unearned Finance Income arising from Credit Sales	7-8	(43,482,149)	(8,644,107)
Adjustments Regarding Interest Expenses	20	58,501,811	820,793,248
Adjustments Regarding Interest Income	20	(415,386,972)	(539,033,646)
Adjustments for Unrealized Fx Gain Loss		945,099,696	572,229,274
Adjustments Related to Tax Expense/Income	29	(1,767,503,341)	656,752,526
Fair Value	37	(35,713,634)	(111,582,272)
Adjustments Related to Monetary (Loss)/Gain		6,344,582,138	1,914,275,182
Changes In Business Capital		(1,814,973,561)	(1,634,248,210)
Adjustments Regarding Increase/Decrease in Inventories	9	(531,822,122)	(293,507,922)
Increase/Decrease in Trade Receivables from Third Parties	6	381,633,467	(744,468,081)
Increase/Decrease in Trade Receivables from non-related Parties	7	(1,129,752,568)	(352,316,695)
Decrease (Increase) in Other Receivables from Related Parties	6	8,635,937	(14,839,961)
Decrease (Increase) in Other Receivables from non-related Parties	8	(782,338)	3,337,902
Change in Other Assets	20	611,940,710	309,214,011
Increase (Decrease) in Trade Payables to Related Parties	6	(199,817)	(1,197,410)
Increase (Decrease) in Trade Payables to non-related Parties	7	140,203,509	(160,602,668)
Change in Prepaid Expenses	10	(117,813,099)	(39,917,972)
Changes in Employee Benefits	19	11,911,834	(7,185,365)
Increase (Decrease) in Other Payables Related to Operations to Related Parties	6	30,708,769	(252,222,302)
Increase (Decrease) in Other Payables Related to Operations to Non-Related Parties	8	(35,642,206)	144,427,623
Provisions for Employee Benefits	19	(3,192,823)	5,497,012
Increase (Decrease) in Deferred Revenues	10	(9,284,013)	(156,086,353)
Change in Other Obligations	20	(1,171,518,802)	(74,380,030)
Cash Flows from Operations		4,553,838,917	4,774,182,559
Other Loss/Gain	21	(877,921)	(2,529,769)

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

40. EXPLANATION ON SHARE CAPITAL, RESERVES AND OTHER EQUITY ITEMS

As the date of 31.12.2022 and 31.12.2023 the details of the Group's equity are explained in Note 21.

41. CASH AND CASH EQUIVALENTS

Cash and cash equivalents

	31.12.2023	31.12.2022
Bank	89,823,774	345,116,603
-Demand deposit	17,583,692	35,453,018
-Time deposit	72,240,082	309,663,585
Other liquid assets	22,375,171	4,030
TOTAL	112,198,945	345,120,633

As of December 31, 2023, the Group has no blocked deposits (31.12.2022: None).

ÇAN2 TERMİK A.Ş.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023
(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated)

41. CASH AND CASH EQUIVALENTS (Cont'd)

As of December 31, 2023 and 2022 details of time deposit are as follows:

Currency	Maturity	Interest Rate	31.12.2023 Currency	31.12.2023 TL
TL	02.01.2024	30.00%	31,300,000	31,300,000
TL	02.01.2024	36.97%	20,229,000	20,229,000
TL	02.01.2024	38.00%	9,600,000	9,600,000
EUR	02.01.2024	0.10%	271,890	8,856,518
TL	02.01.2024	30.00%	580,000	580,000
TL	02.01.2024	42.91%	526,234	526,234
TL	02.01.2024	38.00%	400,000	400,000
TL	02.01.2024	42.91%	393,600	393,600
TL	02.01.2024	42.91%	354,730	354,730
				72,240,082

Currency	Maturity	Interest Rate	31.12.2022 TL
TL	03.03.2023	12.00%	210,291,273
TL	02.01.2023	15.00%	32,954,584
TL	02.01.2023	13.00%	24,715,938
TL	02.01.2023	14.75%	19,772,750
TL	06.03.2023	12.00%	16,176,252
TL	15.02.2023	13.50%	3,193,447
TL	02.01.2023	10.24%	2,356,706
TL	02.01.2023	4.00%	202,635
			309,663,585

ÇAN2 TERMİK A.Ş.**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2023**

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

42. EARNINGS BEFORE INTEREST TAXES DEPRECIATION AND AMORTIZATION (EBITDA)

This financial data, that is calculated as an income before finance, tax and depreciation is an indication of measured income without taking notice of finance, tax, expenses that are not required cash outflows, depreciation and redemption expenses of the company. This financial data also specified in the financial statements by some investors due to use in the measurement of the company's ability to repay the loans and/or additional loan. However, EBITDA should not be considered independently from financial statements. Also, EBITDA should not evaluate as an alternative to net income(loss), net cash flow derived from operating, investing and financing activities, financial data obtained from investing and financial activities or prepared according to IAS / IFRS, or other inputs obtained from financial instruments such as, business operating performance. This financial information should be evaluated together with other financial inputs that are contained in the statement of cash flow.

Earnings before interest, tax, depreciation and amortization for the accounting period 01.01.-31.12.2023 is 1.563.851.441 TRY (01.01.-31.12.2022: 4.241.694.662 TRY).



ÇAN2 TERMİK
ANNUAL REPORT 2023

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