

ASTOR ENERJİ A.Ş.
INFORMATION DOCUMENT REGARDING THE ORDINARY GENERAL
ASSEMBLY MEETING FOR THE FISCAL YEAR 2025 TO BE HELD ON
07 AUGUST 2026

1. INVITATION TO THE ORDINARY GENERAL ASSEMBLY MEETING FOR
THE FISCAL YEAR 2025 TO BE HELD ON 07 AUGUST 2026

Pursuant to the provisions of the Turkish Commercial Code, the Ordinary General Assembly Meeting of our Company for the 2025 fiscal year will be held on Friday, 07 August 2026, at 11:00 a.m. at Alcı OSB Mahallesi, 2001. Cadde No:5A, Sincan/Ankara, Türkiye, to discuss and resolve upon the agenda set out below.

In accordance with Article 437 of the Turkish Commercial Code, the Company's 2025 Financial Statements, Profit Distribution Proposal, Board of Directors' Annual Report, Independent Auditor's Report, and other documents relating to the agenda items will be made available for shareholders' review at the Company's headquarters at least three weeks prior to the General Assembly Meeting (excluding the announcement and meeting dates), within the statutory period.

These documents and their annexes may also be accessed electronically through the Investor Relations / General Assembly section of the Company's website at www.astoras.com.tr.

Pursuant to the provisions of the Turkish Commercial Code No. 6102, the Capital Markets Law No. 6362, and the secondary legislation enacted thereunder, shareholders may attend the General Assembly Meeting either electronically through the Electronic General Assembly System (e-GKS) provided by the Central Securities Depository of Türkiye (Merkezi Kayıt Kuruluşu A.Ş. – MKK) or in person at the meeting venue.

Shareholders who declare their intention to attend the General Assembly electronically via the e-GKS will not be entitled to attend the meeting in person.

Physical Attendance at the General Assembly Meeting

1. **If the shareholder is a natural person**, attendance may be made by presenting an identity document containing the Turkish Republic Identification Number (T.R. ID No.).
2. **If a natural person shareholder appoints a proxy through the Electronic General Assembly System (e-GKS)**, the proxy may attend by presenting an identity document containing his/her T.R. ID No.
3. **If a natural person shareholder does not appoint a proxy through the e-GKS**, the proxy may attend by presenting an identity document containing his/her T.R. ID No. together with the power of attorney, including the representation details set out below.
4. **If the shareholder is a legal entity**, its representative may attend by presenting an identity document containing his/her T.R. ID No. together with a document evidencing

“That the person(s) granting authority under the power of attorney below is/are duly authorized to represent and bind the legal entity.

Representatives attending the General Assembly are expected to use the sample power of attorney provided below. Powers of attorney must either be notarized or, if not notarized, must be accompanied by the notarized signature circular of the shareholder granting the proxy.

The power of attorney must include the following information: the Company's trade name, the date of the relevant General Assembly Meeting, the proxy's full name and Turkish Republic Identification Number, the number of shares held by the shareholder, the shareholder's full name or corporate name, Turkish Republic Identification Number or Tax Identification Number, and signature. Any specific or general power of attorney that does not contain any of the foregoing information shall be deemed invalid.

Custodian institutions may attend the General Assembly as **depositor representatives** by designating, through the e-GKS, the shareholders whose shares are held in accounts maintained with such institutions.

Where such institutions authorize their employees to attend the meeting in person, they are required to present, in addition to the power of attorney below, the **Representative Authorization Certificate and Instruction Notification Form** set out in the annex to the **Regulation on the Procedures and Principles of General Assembly Meetings of Joint Stock Companies and the Ministry Representatives to Attend Such Meetings**.

We kindly request our esteemed shareholders to take note of the foregoing information and attend the meeting on the designated date and time.

ASTOR ENERJİ A.Ş.

Agenda of the Ordinary General Assembly Meeting for the Fiscal Year 2025

1. Opening of the Meeting and election of the Meeting Chairmanship.
2. Authorization of the Meeting Chairmanship to sign the Minutes of the General Assembly Meeting.
3. Reading, discussion and approval of the Board of Directors' Annual Report for the fiscal year 2025.
4. Reading and discussion of the Independent Auditor's Report for the fiscal year 2025.
5. Reading, discussion and approval of the Financial Statements for the fiscal year 2025.
6. Release of the members of the Board of Directors from liability for the Company's activities during the fiscal year 2025.
7. Approval of the appointment of the independent audit firm proposed by the Board of Directors in accordance with the Turkish Commercial Code and the regulations of the Capital Markets Board of Türkiye and the Public Oversight, Accounting and Auditing Standards Authority.
8. Reading, Discussion and Approval of the Sustainability Report for the 2024 Financial Year Prepared in Accordance with the Türkiye Sustainability Reporting Standards
9. Discussion and Resolution of the Board of Directors' Proposal Regarding the Appointment of the Independent Assurance Firm for the Sustainability Report for the 2026 Fiscal Year in Accordance with the Sustainability Assurance Regulation Issued by the Public Oversight, Accounting and Auditing Standards Authority of the Republic of Türkiye.
10. Discussion and approval of the amendment to Article 6 ("Capital") of the Company's Articles of Association, in the form approved by the Capital Markets Board of Türkiye and the Ministry of Trade of the Republic of Türkiye, in order to increase the Company's registered capital ceiling to **TRY 40,000,000,000** and to extend the validity period of the registered capital ceiling to cover the years **2026–2030**.
11. Informing the shareholders about the related party transactions carried out during the fiscal year 2025.
12. Determination of the remuneration of the members of the Board of Directors, including attendance fees, bonuses and premiums, pursuant to Article 408 of the Turkish Commercial Code.
13. Informing the shareholders, pursuant to Article 12(4) of the Corporate Governance Communiqué (II-17.1) of the Capital Markets Board of Türkiye, about the guarantees, pledges, mortgages and sureties provided by the Company in favor of third parties during the fiscal year 2025 and the income or benefits derived therefrom.

14. Informing the shareholders about the donations and charitable contributions made by the Company during the fiscal year 2025 in accordance with the Capital Markets Board regulations, and determination of the upper limit for donations and charitable contributions to be made in the fiscal year 2026.
15. Discussion and resolution of the proposal of the Board of Directors regarding the distribution of the profit for the fiscal year 2025, prepared in accordance with the Company's Dividend Distribution Policy and the Capital Markets Board regulations.
16. Granting permission to the shareholders holding management control, the members of the Board of Directors, senior executives, and their spouses and relatives by blood or marriage up to the second degree, pursuant to Articles 395 and 396 of the Turkish Commercial Code, to engage in the transactions specified under Corporate Governance Principles 1.3.6 and 1.3.7 of the Corporate Governance Communiqué (II-17.1) of the Capital Markets Board of Türkiye, including transactions with the Company and activities competing with the Company, and informing the shareholders of any such transactions carried out during the reporting period.
17. Discussion and resolution on whether to exercise the Company's right of recourse against the member(s) of the Board of Directors due to the administrative fine imposed on the Company pursuant to the Capital Markets Board's Bulletin dated 15 January 2026 and numbered 2026/03.
18. Informing the shareholders, within the scope of the Remuneration Policy, about the payments made during the fiscal year 2025 to the members of the Board of Directors and executives with administrative responsibility.
19. Wishes and suggestions, and closing of the Meeting.
 - **Annex-1:** Amendment Text
 - **Annex-2:** Dividend Distribution Table

2. ADDITIONAL DISCLOSURES REQUIRED UNDER THE CAPITAL MARKETS BOARD REGULATIONS

Pursuant to the Corporate Governance Communiqué (II-17.1) of the Capital Markets Board of Türkiye ("CMB"), the additional disclosures required to be made in connection with the agenda items are provided under the relevant agenda items below. The remaining mandatory general disclosures are presented in this section for the information of our shareholders.

2.1 Shareholding Structure and Voting Rights

As of the date of publication of this Information Document, the total number of shares and voting rights reflecting the Company's shareholding structure, the number of shares and voting rights representing each class of privileged shares, and information regarding the nature of such privileges are set out below.

Share Class	Shareholder	Number of Shares	Share Capital (TRY)	Shareholding (%)	Voting Rights	Voting Rights (%)
A	Feridun Geçgel	170,000,000	170,000,000	17.03%	850,000,000	50.7%
B	Feridun Geçgel	201,750,000	201,750,000	20.22%	201,750,000	12.0%
B	Enver Geçgel	199,600,000	199,600,000	20.00%	199,600,000	11.9%
B	Others	426,650,000	426,650,000	42.75%	426,650,000	25.4%
Total		998,000,000	998,000,000	100.00%	1,678,000,000	100.0%

The issued share capital of the Company is TRY 998,000,000, fully paid in and free from collusion. The share capital is divided into 998,000,000 registered shares, each with a nominal value of TRY 1.00. Of these shares, 170,000,000 are Class A shares and 828,000,000 are Class B shares.

The Class A shares confer the privilege of nominating candidates for up to, but not exceeding, one-half of the members of the Board of Directors. In addition, each Class A share carries five (5) voting rights at General Assembly meetings.

Class B shares do not carry any special privileges. All shares representing the Company's share capital are registered shares.

2.2 Changes in the Management and Operations of the Company and Its Subsidiaries That May Materially Affect the Company's Activities

Pursuant to the resolution of the Board of Directors dated **29 December 2025**, the Company resolved to transfer its shareholding in its subsidiary, **Asener Enerji Üretim Elektrik İnşaat Taahhüt Sanayi ve Ticaret A.Ş.**, and the share transfer transactions were completed as of **31 December 2025**.

Furthermore, the demerger proposal regarding the transfer of the **Astor Şarj Business Unit**, operating within the Company, to the newly incorporated **Astor Şarj A.Ş.** through a simplified partial demerger by way of a participation model, was prepared pursuant to the resolution of the Board of Directors dated **4 September 2025** and was approved at the Extraordinary General Assembly Meeting held on **27 February 2026**. Within the scope of these resolutions, **Astor Şarj A.Ş.** was incorporated and its Articles of Association were registered on **1 April 2026**,

with such registration announced in the **Turkish Trade Registry Gazette** dated **1 April 2026** and numbered **11554**.

2.3 Information on the Dismissal, Replacement or Election of Members of the Board of Directors

Where the agenda of the General Assembly Meeting includes the dismissal, replacement or election of members of the Board of Directors, information is provided regarding the reasons for such dismissal or replacement, as well as the nominees for Board membership, including their curricula vitae, positions held during the last ten years and the reasons for leaving such positions, the nature and materiality of their relationships with the Company and its related parties, whether they satisfy the independence criteria, and any other matters that may affect the Company's activities should they be elected as members of the Board of Directors.

None.

2.4 Information on Shareholders' Requests for Inclusion of Items on the Agenda

None.

2.5 Amendments to the Articles of Association

The amendment to the Articles of Association referred to under Agenda Item 10 of the Ordinary General Assembly Meeting will be submitted to the approval of the shareholders. The relevant Board of Directors' resolution and the draft amendment to the Articles of Association, attached as Annex 1, have been disclosed on the Public Disclosure Platform (KAP) and published on the Company's website (www.astoras.com.tr).

EXPLANATIONS REGARDING THE AGENDA ITEMS OF THE ORDINARY GENERAL ASSEMBLY MEETING TO BE HELD ON 07 AUGUST 2026

Agenda Item 1 – Opening of the Meeting and Election of the Meeting Chairmanship

Pursuant to the provisions of the Turkish Commercial Code No. 6102 ("TCC"), the Regulation on the Procedures and Principles of General Assembly Meetings of Joint Stock Companies and the Ministry Representatives to Attend Such Meetings (the "Regulation" or the "General Assembly Regulation"), and the Internal Directive on the Working Principles and Procedures of the General Assembly, the Meeting Chairmanship, which will preside over the General Assembly Meeting, shall be elected.

In accordance with the Internal Directive, the Meeting Chairperson shall appoint at least one clerk responsible for preparing the minutes of the meeting. The Meeting Chairperson may also appoint a sufficient number of vote collectors, where deemed necessary.

Agenda Item 2 – Authorization of the Meeting Chairmanship to Sign the Minutes of the General Assembly Meeting

In accordance with the applicable legal procedures, the Meeting Chairmanship will be authorized to sign the minutes of the General Assembly Meeting and all other related meeting documents.

Agenda Item 3 – Reading, Discussion and Approval of the Board of Directors' Annual Report for the Fiscal Year 2025

Pursuant to the provisions of the Turkish Commercial Code, the General Assembly Regulation, the Capital Markets Law, and the relevant secondary legislation, the Board of Directors' Annual Report for the accounting period 1 January 2025 – 31 December 2025, which has been made available for shareholders' review for a period of three weeks prior to the General Assembly Meeting at the Company's headquarters, on the Electronic General Assembly System (e-GKS) of the Central Securities Depository of Türkiye (MKK), on the Public Disclosure Platform (KAP), and on the Company's website (www.astoras.com.tr), will be presented to the shareholders for discussion and approval.

Agenda Item 4 – Reading and Discussion of the Independent Auditor's Report for the Fiscal Year 2025

The summary of the Independent Auditor's Report for the accounting period 1 January 2025 – 31 December 2025, prepared in accordance with the Turkish Commercial Code and the regulations of the Capital Markets Board of Türkiye (CMB), and made available for shareholders' review for a period of three weeks prior to the General Assembly Meeting at the Company's headquarters, on the Electronic General Assembly System (e-GKS) of the Central Securities Depository of Türkiye (MKK), on the Public Disclosure Platform (KAP) and on the Company's website (www.astoras.com.tr), will be read and submitted to the information of the shareholders.

Agenda Item 5 – Reading, Discussion and Approval of the Financial Statements for the Fiscal Year 2025

Pursuant to the provisions of the Turkish Commercial Code, the General Assembly Regulation, the Capital Markets Law and the relevant legislation, the Financial Statements for the accounting period 1 January 2025 – 31 December 2025, which have been made available for shareholders' review for a period of three weeks prior to the General Assembly Meeting at the Company's headquarters, on the Electronic General Assembly System (e-GKS) of the Central Securities Depository of Türkiye (MKK), on the Public Disclosure Platform (KAP) and on the Company's website (www.astoras.com.tr), will be presented to the shareholders for discussion and approval.

Agenda Item 6 – Release of the Members of the Board of Directors from Liability for the Company's Activities During the Fiscal Year 2025

Pursuant to the provisions of the Turkish Commercial Code and the General Assembly Regulation, the release of the members of the Board of Directors from liability in respect of

their activities, transactions and accounts for the accounting period 1 January 2025 – 31 December 2025 will be submitted to the approval of the General Assembly.

Agenda Item 7 – Approval of the Appointment of the Independent Audit Firm Proposed by the Board of Directors

At its meeting held on 20 April 2026, the Board of Directors, upon the recommendation of the Audit Committee and in accordance with the Turkish Commercial Code and the regulations of the Capital Markets Board of Türkiye, resolved to nominate Eren Bağımsız Denetim A.Ş., the Company's current independent audit firm, to conduct the audit of the Company's financial reports for the accounting period 1 January 2025 – 31 December 2025 and to perform the other duties required under the relevant legislation. This appointment will be submitted to the approval of the General Assembly.

Furthermore, at its meeting held on 29 January 2026, the Board of Directors, upon the recommendation of the Audit Committee, resolved to appoint RSM Turkey Uluslararası Bağımsız Denetim A.Ş. to perform the sustainability assurance engagement for the accounting period 1 January 2025 – 31 December 2025, in accordance with the Türkiye Sustainability Reporting Standards (TSRS) issued by the Public Oversight, Accounting and Auditing Standards Authority (KGK). This appointment will also be submitted to the approval of the General Assembly.

Agenda Item 8 – Presentation, Discussion and Approval of the Sustainability Report for the Fiscal Year 2024 Prepared in Accordance with the Türkiye Sustainability Reporting Standards

Pursuant to the Public Oversight, Accounting and Auditing Standards Authority's Announcement No. 2025-43, dated 25 June 2025, titled "Selection of the Sustainability Assurance Provider and Submission of the Sustainability Report to the General Assembly," the Company's Sustainability Report for the 2024 fiscal year, prepared in compliance with the Turkish Sustainability Reporting Standards (TSRS), has been subjected to the mandatory sustainability assurance engagement by RSM Turkey Uluslararası Bağımsız Denetim A.Ş. The TSRS-compliant Sustainability Report and the Sustainability Assurance Report were disclosed on the Public Disclosure Platform (KAP) on 31 October 2025.

In accordance with the aforementioned Announcement, the TSRS-compliant Sustainability Report and the Sustainability Assurance Report will be submitted to the General Assembly for its information and consideration together with the financial statements and in the same manner, and the Sustainability Report will be submitted to the General Assembly for approval.

Agenda Item 9 – Election of the Independent Sustainability Assurance Firm for the Fiscal Year 2026

Pursuant to the Public Oversight Authority's Announcement No. 2025-43 dated 25 June 2025 regarding the Election of the Sustainability Auditor and the Submission of the Sustainability Report to the General Assembly, the Sustainability Auditor for the 2026 fiscal year will be elected.

Agenda Item 10 – Discussion and Approval of the Amendment to Article 6 ("Capital") of the Articles of Association

At its meeting held on **21 May 2026**, the Board of Directors resolved to amend **Article 6 ("Capital")** of the Company's Articles of Association in order to increase the Company's registered capital ceiling to **TRY 40,000,000,000** and to extend the validity period of the registered capital ceiling to cover the years **2026–2030**.

The required approvals of the **Capital Markets Board of Türkiye** and the **Ministry of Trade of the Republic of Türkiye** have been obtained with respect to the proposed amendment. Accordingly, the amendment to Article 6 of the Articles of Association will be submitted to the shareholders for approval at the General Assembly. The proposed amendment is attached hereto as **Annex 1**.

Agenda Item 11 – Information on Related Party Transactions Carried Out During the Fiscal Year 2025

Pursuant to the Corporate Governance Communiqué (II-17.1) of the Capital Markets Board of Türkiye, information will be provided to the General Assembly regarding the related party transactions carried out during the fiscal year 2025.

Agenda Item 12 – Determination of the Remuneration of the Members of the Board of Directors

In accordance with the relevant regulations of the Capital Markets Board, the provisions of the Turkish Commercial Code and the applicable Regulation, as well as the Company's Articles of Association and Remuneration Policy, and taking into consideration the recommendations of the Corporate Governance Committee, it is proposed that the members of the Board of Directors be paid a monthly net attendance fee of TRY 110,000 for the 2026 fiscal year.

Agenda Item 13 – Information on Guarantees, Pledges, Mortgages and Sureties Granted in Favor of Third Parties

Pursuant to Article 12(4) of the Corporate Governance Communiqué (II-17.1) of the Capital Markets Board of Türkiye, information regarding the guarantees, pledges, mortgages and sureties granted by the Company in favor of third parties during the fiscal year 2025, together with any income or benefits derived therefrom, will be presented to the shareholders as a separate agenda item.

Information regarding the guarantees, pledges, mortgages and sureties granted by the Company in favor of third parties is disclosed in Note 11 to the Company's financial statements dated 31 December 2025.

Agenda Item 14 – Information on Donations and Charitable Contributions Made During the Fiscal Year 2025 and Determination of the Upper Limit for Donations and Charitable Contributions for the Fiscal Year 2026

Pursuant to the second paragraph of Article 6 of the Capital Markets Board's Communiqué on Dividend (II-19.1), donations and contributions made by the Company during the year will be

submitted to the General Assembly for its information. In this context, the Company made donations and contributions totaling **TRY 3,752,472** to various institutions and organizations during the accounting period from **1 January 2025 to 31 December 2025**.

Pursuant to the first paragraph of Article 6 of the Capital Markets Board's Communiqué on Dividend (II-19.1), the proposal to determine the upper limit for donations to be made during the 2026 fiscal year as **TRY 15,000,000 (Fifteen Million Turkish Lira)** will be submitted to the General Assembly for approval.

Agenda Item 15 – Discussion and Resolution of the Board of Directors' Proposal Regarding the Distribution of the Profit for the Fiscal Year 2025

For the accounting period 1 January 2025 – 31 December 2025, it has been determined that the Company's net profit for the period amounts to TRY 7,668,909,328 based on the audited consolidated financial statements prepared in accordance with the provisions of the Capital Markets Board of Türkiye's Communiqué on Principles of Financial Reporting in Capital Markets (II-14.1), the Turkish Accounting Standards (TAS) and the Turkish Financial Reporting Standards (TFRS) issued by the Public Oversight, Accounting and Auditing Standards Authority (KGK), and the Capital Markets Board's Principle Decision dated 28 December 2023 regarding the application of inflation accounting, with the presentation principles determined in accordance with the relevant resolutions of the Capital Markets Board.

The net profit for the period, based on the statutory financial statements prepared in accordance with the provisions of the Tax Procedure Law (TPL), amounts to TRY 8,408,476,599.84.

Accordingly, at its meeting dated 07.07.2026, the Board of Directors resolved to submit the following profit distribution proposal to the approval of the shareholders at the 2025 Ordinary General Assembly Meeting:

Within this framework, at its meeting held on **7 July 2026**, the Board of Directors resolved to submit the following profit distribution proposal to the approval of the shareholders at the **2025 Ordinary General Assembly Meeting**:

1. To distribute a total gross cash dividend of **TRY 2,186,764,900** for the fiscal year covering the period from **1 January 2025 to 31 December 2025**;
2. To pay a gross cash dividend of **TRY 2.19** in cash for each share with a nominal value of **TRY 1.00**, and to pay the corresponding net dividend amount to resident individual shareholders and non-resident individual and corporate shareholders after deduction of the applicable withholding tax in accordance with the relevant tax legislation;
3. To make the cash dividend payment in a lump sum on **15 October 2026**;
4. To transfer the remaining amount, after deducting the proposed cash dividend and the secondary legal reserves from the net distributable profit for the period determined in accordance with the provisions of the Tax Procedure Law, to the extraordinary reserves account.

The Dividend Distribution Table prepared within this framework is attached as **Annex-2**, and the aforementioned proposal of the Board of Directors will be submitted to the approval of the shareholders at the General Assembly.

Agenda Item 16 – Granting Permission to the Shareholders Holding Management Control, Members of the Board of Directors, Senior Executives and Their Spouses and Relatives by Blood or Marriage up to the Second Degree Pursuant to Articles 395 and 396 of the Turkish Commercial Code, and Informing the Shareholders of Transactions Conducted Within the Scope of the Corporate Governance Principles

Pursuant to Article 395 of the **Turkish Commercial Code** entitled "**Restriction on Transactions with and Indebtedness to the Company**" and Article 396 entitled "**Non-Competition**", members of the Board of Directors may engage in the transactions specified therein only with the approval of the General Assembly.

Furthermore, pursuant to the mandatory Corporate Governance Principle **1.3.6** of the **Corporate Governance Communiqué (II-17.1)** of the **Capital Markets Board of Türkiye**, where shareholders holding management control, members of the Board of Directors, executives with administrative responsibility, or their spouses and relatives by blood or marriage up to the second degree carry out a significant transaction that may give rise to a conflict of interest with the Company or its subsidiaries, conduct, for their own or another person's account, a commercial transaction falling within the scope of the Company's or its subsidiaries' field of activity, or become an unlimited partner in another entity engaged in the same line of business, such transactions must be included as a separate agenda item of the General Assembly, detailed information must be provided to the shareholders, and the relevant information must be recorded in the minutes of the General Assembly.

Within the framework of the above-mentioned Corporate Governance Principle, the General Assembly will be informed accordingly.

Agenda Item 17 – Discussion and Resolution on Whether to Exercise the Company's Right of Recourse Against the Responsible Member(s) of the Board of Directors in Relation to the Administrative Monetary Fine Imposed by the Capital Markets Board of Türkiye

The General Assembly will discuss and resolve whether the **administrative monetary fine** imposed on the Company pursuant to the **Capital Markets Board of Türkiye Bulletin No. 2026/03 dated 15 January 2026** shall be recourseable against the members of the Board of Directors responsible for the relevant acts, and the matter will be submitted to the shareholders for approval.

Agenda Item 18 – Information on Payments Made to the Members of the Board of Directors and Executives with Administrative Responsibility Under the Remuneration Policy

The shareholders will be informed, within the framework of the Company's **Remuneration Policy**, of the payments made to the members of the Board of Directors and executives with administrative responsibility during the accounting period **2025**.

In this respect, information regarding the benefits provided to such persons is disclosed in **Note 23** to the financial statements for the fiscal year **2025**.

Agenda Item 19 – Wishes and Suggestions; Closing of the Meeting

Shareholders will be invited to express their wishes and suggestions, following which the Meeting Chairperson will close the General Assembly Meeting.