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KAMUYU AYDINLATMA PLATFORMU

ALFA SOLAR ENERJİ SANAYİ VE TİCARET A.Ş. Corporate Governance Information Form 2025 - Annual Notification

Summary

2025 Corporate Governance Information Form

1. SHAREHOLDERS

Related Companies []

Related Funds []

1. SHAREHOLDERS	
1.1. Facilitating the Exercise of Shareholders Rights	
The number of investor meetings (conference, seminar/etc.) organised by the company during the year	Throughout the year, more than 100 meetings were held with investors and analysts via telephone, video conference, and in-person engagements.
1.2. Right to Obtain and Examine Information	
The number of special audit request(s)	No request for the appointment of a special auditor was made during the reporting period.
The number of special audit requests that were accepted at the General Shareholders' Meeting	None.
1.3. General Assembly	
Link to the PDP announcement that demonstrates the information requested by Principle 1.3.1. (a-d)	https://www.kap.org.tr/en/Bildirim/1429852
Whether the company provides materials for the General Shareholders' Meeting in English and Turkish at the same time	It has been provided simultaneously in both Turkish and English.
The links to the PDP announcements associated with the transactions that are not approved by the majority of independent directors or by unanimous votes of present board members in the context of Principle 1.3.9	No such transaction exists.
The links to the PDP announcements associated with related party transactions in the context of Article 9 of the Communique on Corporate Governance (II-17.1)	There is no transaction of this nature.
The links to the PDP announcements associated with common and continuous transactions in the context of Article 10 of the Communique on Corporate Governance (II-17.1)	There is no transaction of this nature.
The name of the section on the corporate website that demonstrates the donation policy of the company	https://www.alfasolarenerji.com/Investor Relations/Corporate Governance/Company Policies/Donations and Aid Policy
The relevant link to the PDP with minute of the General Shareholders' Meeting where the donation policy has been approved	https://www.kap.org.tr/tr/Bildirim/1135716
	Participation in General Assembly meetings is

The number of the provisions of the articles of association that discuss the participation of stakeholders to the General Shareholders' Meeting	governed by Article 10 of the Company?s Articles of Association.
Identified stakeholder groups that participated in the General Shareholders' Meeting, if any	The list of shareholders attending the General Assembly is available via the link provided. The Independent Auditor, Members of the Board of Directors, the Ministry Representative, employees, and shareholders attended the General Assembly meeting. https://www.kap.org.tr/en/Bildirim/1443395
1.4. Voting Rights	
Whether the shares of the company have differential voting rights	Evet (Yes)
In case that there are voting privileges, indicate the owner and percentage of the voting majority of shares.	Each Class A privileged share grants its holder 5 (five) voting rights in the general assembly.
The percentage of ownership of the largest shareholder	% 77
1.5. Minority Rights	
Whether the scope of minority rights enlarged (in terms of content or the ratio) in the articles of the association	Hayır (No)
If yes, specify the relevant provision of the articles of association.	There is no provision in the Company?s Articles of Association regarding the extension of minority rights in terms of scope or ratio.
1.6. Dividend Right	
The name of the section on the corporate website that describes the dividend distribution policy	https://www.alfasolarenerji.com/İnvestor Relations/Corporate Governance/Company Policies/Dividend Distribution Policy
Minutes of the relevant agenda item in case the board of directors proposed to the general assembly not to distribute dividends, the reason for such proposal and information as to use of the dividend.	A dividend distribution resolution was adopted at the General Assembly held on 29 May 2025 for the 2024 fiscal year. https://www.kap.org.tr/en/Bildirim/1443395
PDP link to the related general shareholder meeting minutes in case the board of directors proposed to the general assembly not to distribute dividends	It is not available.

General Assembly Meetings

General Meeting Date	The number of information requests received by the company regarding the clarification of the agenda of the General Shareholders' Meeting	Shareholder participation rate to the General Shareholders' Meeting	Percentage of shares directly present at the GSM	Percentage of shares represented by proxy	Specify the name of the page of the corporate website that contains the General Shareholders' Meeting minutes, and also indicates for each resolution the voting levels for or against	Specify the name of the page of the corporate website that contains all questions asked in the general assembly meeting and all responses to them	The number of the relevant item or paragraph of General Shareholders' Meeting minutes in relation to related party transactions	The number of declarations by insiders received by the board of directors	The link to the related PDP general shareholder meeting notification
29/05/2025	0	% 78,25	% 0,0001	% 78,25	https://www.alfasolarenerji.com/Investor Relations/General Assembly/Minutes of the Ordinary General Assembly Meeting for the Year 2024	https://www.alfasolarenerji.com/Investor Relations/General Assembly/Minutes of the Ordinary General Assembly Meeting for the Year 2024	16	0	https://www.kap.org.tr/en/Bildirim/1443395

2. DISCLOSURE AND TRANSPARENCY

2. DISCLOSURE AND TRANSPARENCY	
2.1. Corporate Website	
Specify the name of the sections of the website providing the information requested by the Principle 2.1.1.	The relevant information can be accessed through the sections under the Investor Relations tab on the website http:// www.alfasolarenerji.com /tr.
If applicable, specify the name of the sections of the website providing the list of shareholders (ultimate beneficiaries) who directly or indirectly own more than 5% of the shares.	There are no individual shareholders holding more than 5% of the shares.
List of languages for which the website is available	Turkish - English
2.2. Annual Report	
The page numbers and/or name of the sections in the Annual Report that demonstrate the information requested by principle 2.2.2.	
a) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on the duties of the members of the board of directors and executives conducted out of the company and declarations on independence of board members	2025 Integrated Annual Report/Corporate Governance/Board of Directors/Independence Declarations/Pages 214-216
b) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on committees formed within the board structure	2025 Integrated Annual Report/Corporate Governance/Committees /Pages 225-229
c) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on the number of board meetings in a year and the attendance of the members to these meetings	2025 Integrated Annual Report/Corporate Governance/Board of Directors Activities/Page 221
ç) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on amendments in the legislation which may significantly affect the activities of the corporation	2025 Integrated Annual Report/Other Disclosures /Page 242
d) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on significant lawsuits filed against the corporation and the possible results thereof	2025 Integrated Annual Report/Other Disclosures /Page 243

	e) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on the conflicts of interest of the corporation among the institutions that it purchases services on matters such as investment consulting and rating and the measures taken by the corporation in order to avoid from these conflicts of interest	2025 Integrated Annual Report/Other Disclosures /Page 243
	f) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on the cross ownership subsidiaries that the direct contribution to the capital exceeds 5%	The company does not have any mutual investment relationship in its capital.
	g) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on social rights and professional training of the employees and activities of corporate social responsibility in respect of the corporate activities that arises social and environmental results	2025 Integrated Annual Report/Environmental Approach - Social Approach/Page 148-208

3. STAKEHOLDERS

3. STAKEHOLDERS	
3.1. Corporation's Policy on Stakeholders	
The name of the section on the corporate website that demonstrates the employee remedy or severance policy	No separate company policy has been established specifically regarding the protection of stakeholders? rights. Stakeholders? rights are safeguarded in accordance with the Company?s Code of Ethics, applicable legislation, and mutual agreements.
The number of definitive convictions the company was subject to in relation to breach of employee rights	During the year, two final court decisions were rendered against the Company due to violations of employee rights.
The position of the person responsible for the alert mechanism (i.e. whistleblowing mechanism)	Human Resources Manager
The contact detail of the company alert mechanism	ethic@ alfasolarenerji.com, hr@ alfasolarenerji.com, +90 537 777 86 08
3.2. Supporting the Participation of the Stakeholders in the Corporation's Management	
Name of the section on the corporate website that demonstrates the internal regulation addressing the participation of employees on management bodies	Company employees can submit their requests, wishes, and complaints to the management through a corporate portal. https:// www.alfasolarenerji.com / Investor Relations/ Corporate Governance/ Company Policies/ Human Resources Policy
Corporate bodies where employees are actually represented	Human Resources Department, Sustainability Committee

3.3. Human Resources Policy	
The role of the board on developing and ensuring that the company has a succession plan for the key management positions	Succession planning efforts for key management positions are carried out under the guidance of the Board of Directors.
The name of the section on the corporate website that demonstrates the human resource policy covering equal opportunities and hiring principles. Also provide a summary of relevant parts of the human resource policy.	https:// www.alfasolarenerji.com / Investor Relations/ Corporate Governance/ Company Policies/ Human Resources Policy
Whether the company provides an employee stock ownership programme	Pay edindirme planı bulunmuyor (There isn't an employee stock ownership programme)
The name of the section on the corporate website that demonstrates the human resource policy covering discrimination and mistreatments and the measures to prevent them. Also provide a summary of relevant parts of the human resource policy.	https:// www.alfasolarenerji.com / Investor Relations/ Corporate Governance/ Company Policies/ Human Resources Policy
The number of definitive convictions the company is subject to in relation to health and safety measures	There are no lawsuits filed against the Company arising from liability related to occupational accidents.
3.5. Ethical Rules and Social Responsibility	
The name of the section on the corporate website that demonstrates the code of ethics	https:// www.alfasolarenerji.com /Investor Relations/ Corporate Governance/ Company Policies/Ethical Rules
The name of the section on the company website that demonstrates the corporate social responsibility report. If such a report does not exist, provide the information about any measures taken on environmental, social and corporate governance issues.	The 2025 Annual Report has been published in an integrated format together with the Sustainability Report. The report includes information on the measures taken by the Company regarding its social, environmental, and corporate governance practices. https:// www.alfasolarenerji.com /Investor Relations/ Activity Reports

Any measures combating any kind of corruption including embezzlement and bribery	The Company has established a Code of Ethics to prevent and combat all forms of corruption, including bribery and embezzlement. Awareness-raising initiatives and control activities in this regard are coordinated by the Human Resources Department and the Internal Audit function to ensure effective implementation and compliance.

4. BOARD OF DIRECTORS-I

4. BOARD OF DIRECTORS-I	
4.2. Activity of the Board of Directors	
Date of the last board evaluation conducted	No performance evaluation has been conducted for the Board of Directors.
Whether the board evaluation was externally facilitated	Hayır (No)
Whether all board members released from their duties at the GSM	Evet (Yes)
Name(s) of the board member(s) with specific delegated duties and authorities, and descriptions of such duties	None.
Number of reports presented by internal auditors to the audit committee or any relevant committee to the board	1
Specify the name of the section or page number of the annual report that provides the summary of the review of the effectiveness of internal controls	2025 Integrated Annual Report/Corporate Governance/Assessment by the Board of Directors/ Page 238
Name of the Chairman	Veysel Karabaş
Name of the CEO	Hüseyin Mertcan Karabaş
If the CEO and Chair functions are combined: provide the link to the relevant PDP annoucement providing the rationale for such combined roles	It's not the same person.
Link to the PDP notification stating that any damage that may be caused by the members of the board of directors during the discharge of their duties is insured for an amount exceeding 25% of the company's capital	None.
The name of the section on the corporate website that demonstrates current diversity policy targeting women directors	The target regarding female representation on the Board of Directors is not disclosed on the corporate website; however, it is included in the Integrated Annual Report.
The number and ratio of female directors within the Board of Directors	1 and %14

Composition of Board of Directors

Name, Surname of Board Member	Whether Executive Director Or Not	Whether Independent Director Or Not	The First Election Date To Board	Link To PDP Notification That Includes The Independency Declaration	Whether the Independent Director Considered By The Nomination Committee	Whether She/He is the Director Who Ceased to Satisfy The Independence or Not	Whether The Director Has At Least 5 Years' Experience On Audit, Accounting And/Or Finance Or Not
Veysel Karabaş	İcrada görevli (Executive)	Bağımsız üye değil (Not independent director)	18/05/2022	-	İlgisiz (Not applicable)	İlgisiz (Not applicable)	Evet (Yes)
Hüseyin Mertcan Karabaş	İcrada görevli (Executive)	Bağımsız üye değil (Not independent director)	18/05/2022	-	İlgisiz (Not applicable)	İlgisiz (Not applicable)	Hayır (No)
Furkan Karabaş	İcrada görevli (Executive)	Bağımsız üye değil (Not independent director)	18/05/2022	-	İlgisiz (Not applicable)	İlgisiz (Not applicable)	Evet (Yes)
Mehmet Karabaş	İcrada Görevli Değil (Non-executive)	Bağımsız üye değil (Not independent director)	19/08/2022	-	İlgisiz (Not applicable)	İlgisiz (Not applicable)	Hayır (No)
Yunus Esmer	İcrada Görevli Değil (Non-executive)	Bağımsız üye (Independent director)	18/05/2022	https://www.kap.org.tr/en/Bildirim/1449983	Değerlendirildi (Considered)	Hayır (No)	Evet (Yes)
Ahmet Ocak	İcrada Görevli Değil (Non-executive)	Bağımsız üye (Independent director)	18/05/2022	https://www.kap.org.tr/en/Bildirim/1449983	Değerlendirildi (Considered)	Hayır (No)	Hayır (No)
Çiğdem Dilek	İcrada Görevli Değil (Non-executive)	Bağımsız üye (Independent director)	29/05/2025	https://www.kap.org.tr/en/Bildirim/1449983	Değerlendirildi (Considered)	Hayır (No)	Hayır (No)

4. BOARD OF DIRECTORS-II

4. BOARD OF DIRECTORS-II	
4.4. Meeting Procedures of the Board of Directors	
Number of physical or electronic board meetings in the reporting period	28
Director average attendance rate at board meetings	% 95
Whether the board uses an electronic portal to support its work or not	Hayır (No)
Number of minimum days ahead of the board meeting to provide information to directors, as per the board charter	No specific timeframe has been formally defined in writing in this regard. However, the Company?s management provides the relevant information and documents to the members for review within a reasonable period prior to the meetings.
The name of the section on the corporate website that demonstrates information about the board charter	There is no written regulation outside the articles of association. In Article 11 of the articles of association, the manner of conducting the board meetings is specified. https:// www.alfasolarenerji.com / Investor Relations/ Corporate Governance/ Articles of Association
Number of maximum external commitments for board members as per the policy covering the number of external duties held by directors	There is no policy restricting members from undertaking duties outside the Company.
4.5. Board Committees	
Page numbers or section names of the annual report where information about the board committees are presented	2025 Integrated Annual Report/Corporate Governance/Committees /Page 225-229
Link(s) to the PDP announcement(s) with the board committee charters	https://www.kap.org.tr/tr /Bildirim/1119319

Composition of Board Committees-I

Names Of The Board Committees	Name Of Committees Defined As " Other" In The First Column	Name-Surname of Committee Members	Whether Committee Chair Or Not	Whether Board Member Or Not
Kurumsal Yönetim Komitesi (Corporate Governance Committee)	-	Ahmet Ocak	Evet (Yes)	Yönetim kurulu üyesi (Board member)
Kurumsal Yönetim Komitesi (Corporate Governance Committee)	-	Çiğdem Dilek	Hayır (No)	Yönetim kurulu üyesi (Board member)
Kurumsal Yönetim Komitesi (Corporate Governance Committee)	-	Nazlı Gül Aktaş	Hayır (No)	Yönetim kurulu üyesi değil (Not board member)
Denetim Komitesi (Audit Committee)	-	Yunus Esmer	Evet (Yes)	Yönetim kurulu üyesi (Board member)
Denetim Komitesi (Audit Committee)	-	Ahmet Ocak	Hayır (No)	Yönetim kurulu üyesi (Board member)
Riskin Erken Saptanması Komitesi (Committee of Early Detection of Risk)	-	Yunus Esmer	Evet (Yes)	Yönetim kurulu üyesi (Board member)
Riskin Erken Saptanması Komitesi (Committee of Early Detection of Risk)	-	Çiğdem Dilek	Hayır (No)	Yönetim kurulu üyesi (Board member)

4. BOARD OF DIRECTORS-III

4. BOARD OF DIRECTORS-III	
4.5. Board Committees-II	
Specify where the activities of the audit committee are presented in your annual report or website (Page number or section name in the annual report/website)	2025 Integrated Annual Report/Corporate Governance/Committees /Page 225-226
Specify where the activities of the corporate governance committee are presented in your annual report or website (Page number or section name in the annual report/website)	2025 Integrated Annual Report/Corporate Governance/Committees /Page 227-228
Specify where the activities of the nomination committee are presented in your annual report or website (Page number or section name in the annual report/website)	The duties of the Nomination Committee are carried out by the Corporate Governance Committee.
Specify where the activities of the early detection of risk committee are presented in your annual report or website (Page number or section name in the annual report/website)	2025 Integrated Annual Report/Corporate Governance/Committees /Page 228-229
Specify where the activities of the remuneration committee are presented in your annual report or website (Page number or section name in the annual report/website)	The duties of the Compensation Committee are carried out by the Corporate Governance Committee.
4.6. Financial Rights	
Specify where the operational and financial targets and their achievement are presented in your annual report (Page number or section name in the annual report)	2025 Integrated Annual Report/Financial and Operational Indicators/ Pages 38-42
Specify the section of website where remuneration policy for executive and non-executive directors are presented.	https:// www.alfasolarenerji.com / Investor Relations/ Corporate Governance/ Company Policies/ Compensation Policy
Specify where the individual remuneration for board members and senior executives are presented in your annual report (Page number or section name in the annual report)	2025 Integrated Annual Report/Corporate Governance/Financial Benefits Provided to Board Members and Senior Executives/Page 222

Composition of Board Committees-II

Names Of The Board Committees	Name of committees defined as "Other" in the first column	The Percentage Of Non-executive Directors	The Percentage Of Independent Directors In The Committee	The Number Of Meetings Held In Person	The Number Of Reports On Its Activities Submitted To The Board
Kurumsal Yönetim Komitesi (Corporate Governance Committee)	-	% 66,67	% 66,67	4	3
Denetim Komitesi (Audit Committee)	-	% 100	% 100	5	5
Riskin Erken Saptanması Komitesi (Committee of Early Detection of Risk)	-	% 100	% 100	6	2