

ANNUAL REPORT 2024



CONTENTS

Zorlu Holding in Brief

04	About Zorlu Holding
05	Zorlu Group Activities and Shareholding Structure
06	Zorlu Group's Milestones
10	Zorlu Holding and Sustainability
12	Summary Financial and Operational Indicators

About Zorlu Group

16	Zorlu Group's Areas of Activity
20	Zorlu Holding Portfolio Strategy
21	Growth Strategies of Group Companies

From the Management

24	Message from the Chair of the Board
28	Board of Directors
32	CEO's Assessment
36	Senior Management

2024 Activities

42	Consumer Electronics, White Goods and Mobility
70	Energy
100	Textile
130	Mining - Metallurgy
138	Real Estate
150	Other Areas of Activity
152	Human Resources
162	Mehmet Zorlu Foundation

Corporate Governance

168	Audit
172	Internal Control and Corporate Risk Management
176	Corporate Governance

Financials

180	Additional Disclosures Required by Legislation
197	Independent Auditor's Report on the Annual Report of the Board of Directors
199	Consolidated Financial Statements and Independent Auditor's Report

Contact



ZORLU HOLDING IN BRIEF

- 04 About Zorlu Holding
- 05 Zorlu Group Activities and Shareholding Structure
- 06 Zorlu Group's Milestones
- 10 Zorlu Holding and Sustainability
- 12 Summary Financial and Operational Indicators

Zorlu Group companies stand out in their respective sectors with their competencies, pioneering roles, corporate structures and performance, as well as their production and service capabilities on a global scale.

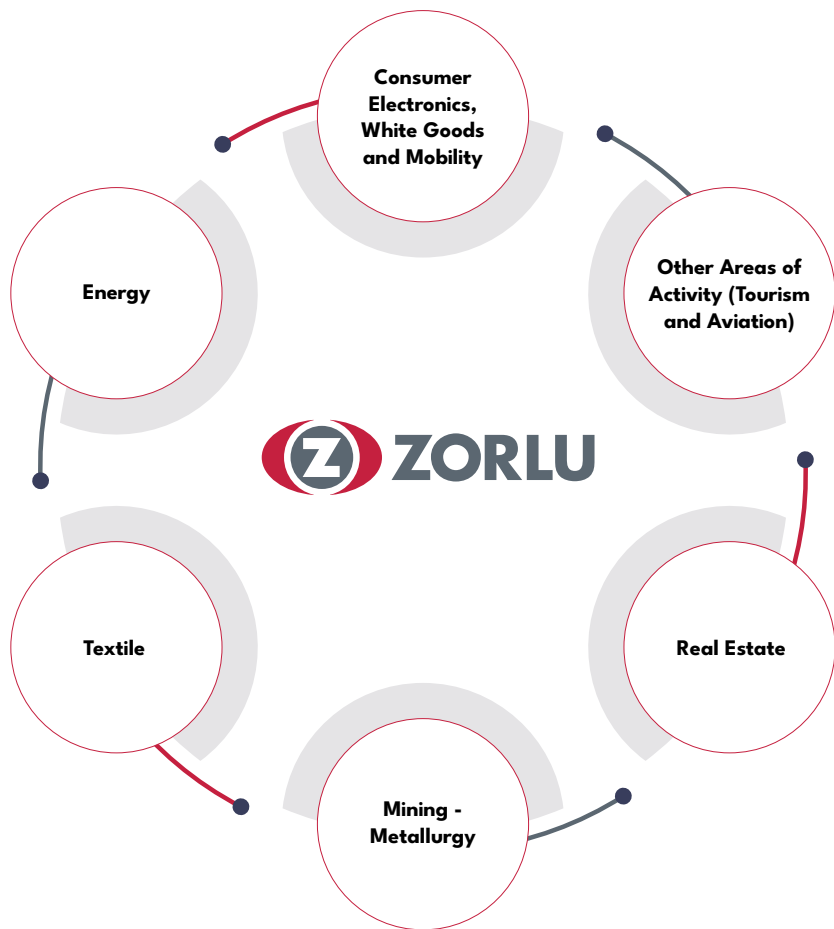
ABOUT ZORLU HOLDING

ZORLU GROUP INCORPORATES MORE THAN 60 COMPANIES.

Over time, Zorlu Group has undergone a successful institutionalization process and has become a large group of more than 30,000 employees and more than 60 companies.

The story of Zorlu Group began in 1953 with textile initiatives in Babadağ, Denizli. Initially starting out as a family business, Zorlu Group has undergone a successful institutionalization process over time and has today become a large conglomerate with more than 30,000 employees and more than 60 companies.

As one of Türkiye's leading conglomerates, Zorlu Group is engaged in the industries of:



where it continues to generate added value for Türkiye's economy, with the Group accounting for a significant portion of the country's overall exports.

Zorlu Group companies stand out in their respective sectors with their competencies, pioneering roles, corporate structures and performance, and stand out with their production and service capabilities on a global scale.

Combining long-standing experience, extensive know-how and qualified human resources specialized in their fields with a strong and visionary management approach, Zorlu Group has established a respected position both in Türkiye and internationally. The Group continues its operations by focusing on enhancing the value of its brand, which represents quality, trust and reputation, and creating sustainable value for all its stakeholders.

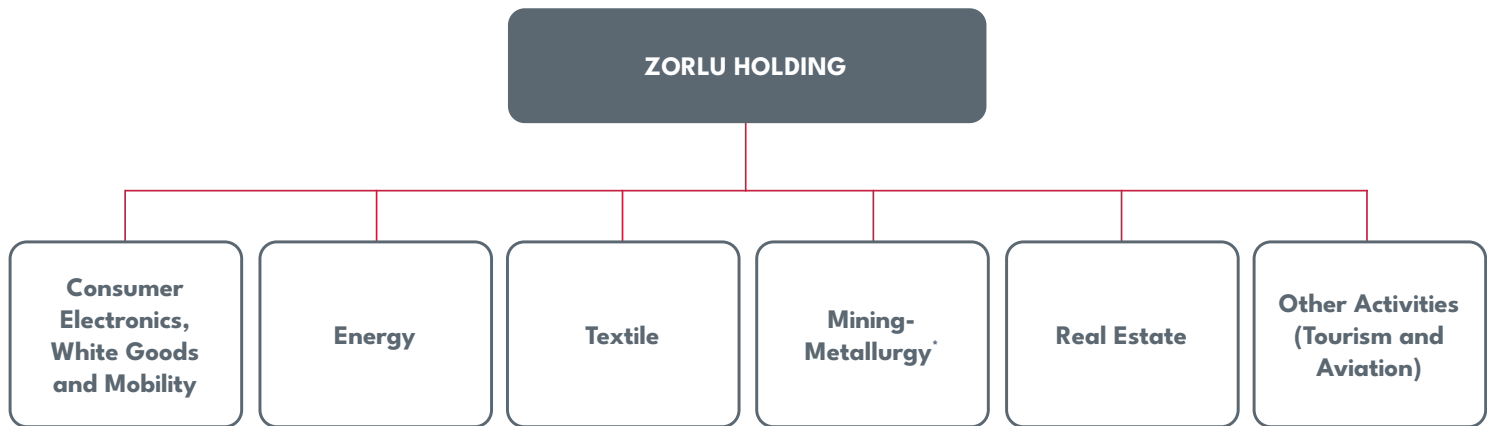
ZORLU GROUP ACTIVITIES AND SHAREHOLDING STRUCTURE

Zorlu Holding A.Ş. ("Zorlu Holding") is the parent company of all Zorlu Group companies and represents the Group.

Zorlu Group companies operating in the fields of consumer electronics, white goods, textiles, energy, mining and metallurgy, and Zorlu Yapı Yatırım A.Ş., which owns Zorlu Center, operate under the umbrella of Zorlu Holding A.Ş. as part of the Zorlu Family.

The shares of Vestel Elektronik Sanayi ve Ticaret A.Ş., Vestel Beyaz Eşya Sanayi ve Ticaret A.Ş. and Zorlu Enerji Elektrik Üretim A.Ş. and the debt instruments of Korteks Mensucat Sanayi ve Ticaret A.Ş., Zorlu Faktoring A.Ş., Vestel Elektronik Sanayi ve Ticaret A.Ş., Vestel Beyaz Eşya Sanayi ve Ticaret A.Ş. and Zorlu Enerji Elektrik Üretim A.Ş. are traded on Borsa İstanbul (BIST).

As of December 31, 2024, Zorlu Holding's paid-in capital has been TRY 3,325,000,000.



* Meta Nikel Kobalt Madencilik Sanayi ve Ticaret A.Ş. is 50% owned by Zorlu Holding AŞ and 50% owned by Vestel Elektronik Sanayi ve Ticaret A.Ş.

ZORLU GROUP'S MILESTONES

THE STORY OF SUCCESS

1953

- Hacı Mehmet Zorlu laid the foundation of Zorlu Group by establishing Zorlu Mensucat in Babadağ, Denizli.

1960

- The Company entered the textile trade by opening a store in Trabzon.

1966

- Building on the know-how and experience gained in Trabzon, the Group moved to Istanbul and started contract manufacturing.

1976

- Korteks Velvet Weaving Plant was established in Bursa.

1984

- The Company made its first official export sale with Korteks products.

1989

- Korteks Yarn Factory was established in Bursa to meet the need for high-quality polyester yarn in the Turkish textile industry.
- Zorlu Embroidery Factory was established in Lüleburgaz.

1990

- Korteks Polyester Yarn Factory, Europe's largest integrated polyester yarn manufacturer and exporter, started production.

1993

- Zorlu Enerji was founded to meet the energy and steam needs of Zorlu Group's industrial enterprises.

1994

- Vestel was acquired by Zorlu Group.

1997

- Vestel Beyaz Eşya was founded.
- The Company started bed linen production under the Taç brand.
- Denizbank was founded.

1999

- Mehmet Zorlu Education, Health, Culture and Solidary Foundation was founded.
- Vestel started production of white goods.

2000

- 20% of Zorlu Enerji's shares were offered to the public and started to be traded on Borsa Istanbul.

2001

- Zorluteks became Europe's largest and the world's third-largest cotton home textile producer.

2003

- Zorlu Group celebrated its 50th anniversary.
- Vestel City opened its doors.



2004

- Jules Verne Travel & Event joined Zorlu Group.

2006

- Zorlu Group's shares in Denizbank were sold to Dexia for a total amount of USD 2.4 billion.
- 31.5% of Vestel Beyaz Eşya's shares were offered to the public and the Company's shares started to be traded on Borsa Istanbul.
- Zorlu Energy Group won natural gas distribution license tenders and started providing natural gas distribution services in Gaziantep and Thrace regions.
- Zorlu Real Estate Group was established.

2007

- Zorlu Holding signed the United Nations Global Compact.
- Zorlu Group acquired a stake in Meta Madencilik Ltd. and started operating in the mining-metallurgy industry.

2008

- Zorlu Enerji won a privatization tender for ADÜAŞ, which includes 9 power plants with a total installed capacity of 141 MW, with a bid of USD 510 million.
- The construction of Zorlu Center, Türkiye's first five-function "mixed-use" project, was started.

2012

- Zorlu Faktoring started operations.

2013

- Shopping mall and performance arts functions of Zorlu Center were put into service.
- Kızildere II Geothermal Power Plant started commercial operations.
- Jhimpir Wind Power Plant in Pakistan went into operation.

2014

- Türkiye's first domestically produced smartphone Venus was launched.
- The installation of the META Nikel Kobalt Madencilik Gördes Facility was completed and its commissioning works started.
- A+ office project Levent 199 was put into service.

2015

- Zorlu Holding signed the United Nations Women's Empowerment Principles (UN WEPs), institutionalizing its support for the empowerment of women in society, business and economy.
- Vestel Elektronik was included in the BIST Sustainability Index for the November 2015 - October 2016 period.
- First phase of Alaşehir I Geothermal Power Plant was commissioned.
- Installation of the META Gördes Facility was completed and the first commercial Ni-Co Hydroxide intermediate product was exported.

2016

- Vestel Beyaz Eşya, which won the Industrial Excellence Award 2016 in Türkiye, advanced to the finals in Europe, and became the first Turkish company in its sector to win the Industrial Excellence Award in European finals.

- Vestel Beyaz Eşya and Zorlu Enerji voluntarily joined Borsa Istanbul's (BIST) Sustainability Index for the November 2016 - October 2017 period.
- Zorlu Enerji's Santepe-Demirciler Power Plant became operational.
- Zorluteks R&D Center opened. Zorlu Family acquired the full ownership of META.
- Zorlu Center was named the Best Shopping Center by ICSC Europe.

2017

- The foundation of the new Vestel Beyaz Eşya washing machine and dryer production plant was laid in July. At the TPM Awards organized by the JIPM, Vestel Elektronik received the Special Award for TPM Achievement in television manufacturing and Vestel Beyaz Eşya won the Award for Excellence in Consistent TPM Commitment for its 6 production facilities simultaneously.
- Vestel Beyaz Eşya became the first company in the industry to receive the "Water Footprint" Verification in Türkiye.
- Zorlu Enerji took over the Osmangazi Electricity Distribution Region in February and entered electricity distribution and retail sales businesses. The first unit of Kızildere III Geothermal Power Plant (99.5 MW) entered into service in August.
- Zorlu Solar became the exclusive authorized distributor of the US-based First Solar in 26 countries.
- Zorluteks became the first home textile company in Türkiye to receive the "Authorized Economic Operator Certificate."
- Zorluteks Istanbul Design Center was established. A first in the industry, TAÇ Curtain Arts Academy was established with the aim of training the curtain makers of the future.
- META Nickel-Cobalt Plant started the establishment of its R&D Center.

2018

- Vestel Beyaz Eşya's new plant for washing machine and dryer production was completed and started production in the second quarter of 2018.
- Vestel Elektronik won "TPM Advanced Special Award."
- Zorlu Enerji's electrical vehicle charging station brand ZES started operations to establish Türkiye's electric vehicle infrastructure and reduce carbon emissions, especially in cities.
- The 65.5 MW second unit of Kızildere III GPP became operational. Rehabilitation work to increase the installed capacity of İkizdere HEPP from 18.6 MW to 24.94 MW was completed and the plant resumed electricity generation.
- Zorluteks opened a showroom in Munich, Germany.
- Zorluteks' sustainable working conditions were awarded the highest score from BSCI.
- Zorluteks Bursa Design Center was established.
- META Nikel Kobalt Madencilik was awarded the "R&D Center Certificate."
- Vestel Elektronik acquired a 50% stake in META Nikel Kobalt Madencilik.

2019

- Vestel Beyaz Eşya's brand licensing agreement with Sharp Corporation was expanded to include smart products.
- Zorlu Enerji signed a contract to sell its 100% stake in Zorlu Rüzgar Enerjisi Elektrik Üretimi A.Ş., which includes Santepe and Demirciler WPPs in its portfolio.



- Zorlu Textile Group opened seven new stores in six countries.
- META Nikel Kobalt Madencilik's project for "Recovery of Concentrated Scandium Compounds from Gördes Nickel Cobalt Plant Waste by Ion Exchange and Solvent Extraction Methods" was approved by TÜBİTAK.
- Zorlu Center won ICSC's most prestigious award, the Albert Sussman International Social Support Award, for its "No Barriers at Zorlu" project.
- Zorlu PSM broke new ground by staging the Alice Musical, a local musical production.

2020

- Vestel signed an agreement with Iberdrola, one of the world's largest electricity companies, to manufacture electric vehicle chargers for the charging stations to be installed by the Company in the UK, Italy and Spain. Vestel broke new ground by starting to manufacture battery packs for electric bicycles.
- Vestel Beyaz Eşya launched its products equipped with UVC technology to meet the increasing hygiene needs during the pandemic period.
- Vestel acquired White Knight and Hostess brands of British Crosslee PLC.
- Vestel launched Vestel Express, a small square meter store concept where products were sold mostly via digital screens.
- Vestel issued Türkiye's first TRY-denominated green bond, which received an international sustainability rating.
- With the latest investments of Zorlu Enerji, ZES expanded its electric vehicle charging station network to 81 provinces and started working to expand this network abroad, starting from Eastern Europe. Establishing Zorlu Yenilenebilir Enerji A.Ş., Zorlu Enerji united its 3 companies operating in renewable energy in Türkiye under a single organization.
- ZJ Strong, of which Zorlu Enerji was a partner, commissioned Dead Sea Solar Power Plant in Jericho region of Palestine.
- With the Polymer Recycling Facility established under the roof of Korteks within the scope of investments made in the field of circular economy, a first in Europe and Türkiye was realized and polyester yarn started to be produced from 100% plastic bottles.
- Zorluteks certified that it is a sustainable textile company by obtaining the OEKO-TEX® STeP certificate at Level 3, the highest level, and started production with the "OEKO-TEX® MADE IN GREEN" label thanks to its OEKO-TEX® STeP and OEKO-TEX® STANDARD 100 certificates.
- Zorluteks was included in the EU Horizon 2020 project with the RECLAIM project.
- Zorlu Gayrimenkul introduced an air-conditioning system with UCV technology as well as a Car Park Management System integrated with license plate recognition system intended for minimizing contact at Zorlu Center in the pandemic period.
- As one of the few culture and arts centers, Zorlu PSM reached more than 1.5 million viewers via its online platform PSM Online.

2021

- Zorlu Holding announced its environmental, social and governance (ESG) goals for 2030 and 2050 with its "responsible investment holding" approach.
- İmece summit, hosted by Zorlu Holding, was organized under the theme of "Future Impact."

ZORLU GROUP'S MILESTONES

DEEP-ROOTED HISTORY

- The 2nd cycle of Zorlu Group's corporate entrepreneurship program, A Bright Idea (Parlak Bi'Fikir) was finalized, and 3 initiatives were selected for investment.
- Vestel announced its 2050 net zero emissions objective.
- Zorlu Enerji activated the "Digital Subscription Service." Zorlu Energy Solutions (ZES) became operational in 81 cities in Türkiye and 6 countries in Europe.
- Zorlu Textile Group became a signatory to the UN Global Compact.
- Zorlu PSM launched Vestel PSM Radyo.
- Zorlu Center was awarded Zero Waste Certificate with its Zero Waste Management System by the Ministry of Environment and Urban Affairs.
- Levent 199 transitioned to full renewable energy use.

2022

- A corporate transformation project was launched in Zorlu Group's journey to become a sustainable holding committed to environmental, social and governance principles. The Zorlu Family Council was established and the Zorlu Holding Board of Directors was restructured with the participation of independent members. Zorlu Holding Board of Directors Committees started to operate with the new working principles under the leadership of independent members. A General Secretariat unit was established to ensure coordination among Zorlu Group's corporate governance bodies.
- Zorlu Holding Human Rights Policy was published.
- As part of the "An Equal Life" (Eşit Bi'Hayat) approach, a basic training was initiated to raise awareness and knowledge on gender equality among all Zorlu Group employees.
- In the TIM Awards announced in 2022, Vestel became the export champion in its sector for the 24th time and ranked 5th among all industries with its sales of TRY 26 billion in foreign markets.
- Vestel rose from 11th to 4th place as one of the top 5 most valuable brands in Türkiye, as determined by the international financial institution Brand Finance for 2022.
- Vestel signed an agreement with Eneco eMobility, one of Germany's leading brands, for the supply of electric vehicle chargers. Under this agreement, Eneco eMobility procured electric vehicle chargers from Vestel to be installed in Belgium, Benelux Region and Germany.
- Working to integrate environmental, social and governance (ESG) issues across the entire company, Vestel increased its S&P Global ESG score by 44% to 65 points in 2022. The CDP climate change scores of Vestel Elektronik and Vestel Beyaz Eşya plants rose to B and A-, respectively.
- Vestel Elektronik, Vestel Beyaz Eşya and Zorlu Enerji shared the current outputs of their activities in 2021, their plans for the future and the roadmap for their targets in their first Integrated Annual Report.
- Zorlu Enerji became a pioneer in its sector by joining the Science Based Targets Initiative (SBTi), which it signed by committing to limit the increase in greenhouse gas emissions to 1.5°C.
- Zorlu Enerji scored 61 points in the ESG assessment conducted by Moody's and reached "Advanced" level. Ranked 4th with its ESG score among 57 energy companies evaluated globally, it took its place among the leading companies in terms of sustainability in the energy industry.



- The number of ZES charging stations reached 185 in 81 provinces of Türkiye, Turkish Republic of Northern Cyprus and Montenegro.
- With its PLASTICE Project, Korteks was accepted to the Horizon Europe Green Deal Program, through which the European Union conducts research, development and innovation projects. Within the scope of PLASTICE, Korteks' first Horizon Europe Project, it is aimed to recycle complex textile and plastic wastes, which are very difficult to separate, and to contribute to the circular economy by manufacturing final products with low carbon footprint from recycled raw materials.
- Zorlu Textile Group published its first sustainability report as UNGC Progress Report.
- Zorlu Center's Eco Love Fest, which included ecological talks, music performances, workshops and a Sustainable Market where eco-friendly products from brands focusing on sustainability and good living could be found, was awarded a silver award by the Solal Marketing Awards organized by the European Council of Shopping Places, one of the most important award programs in the industry.
- The Togg Gemlik Campus in Bursa, where mass production of Togg, Türkiye's domestic automobile brand, of which Zorlu Group was one of the partners, would take place, was opened.

2023

- Zorlu Group celebrated its 70th anniversary.
- With the contributions of Zorlu Holding and Group companies, the 1923 Musical, which was prepared with the mission of conveying the story of the founding of the Republic to next generations in the 100th anniversary of the Republic, started to be staged at Zorlu PSM. In its first year on stage, the 1923 Musical received the Haldun Dormen Special Award at the 25th Afife Theater Awards and the Best Production Award at the 48th İsmet Kuntay Theater Awards.
- Zorlu Holding and Group companies Vestel, Zorlu Enerji, Zorlu Gayrimenkul, Zorluteks and Hometeks were awarded the Equal Opportunity Model (FEM) certificate by the Women Entrepreneurs Association of Türkiye (KAGİDER) to end gender discrimination in business life.
- According to the Refinitiv 2023 assessment, which evaluates the sustainability efforts of companies, Vestel Elektronik scored 78 points and ranked among the top 10 companies in its sector in the world. Vestel Beyaz Eşya was ranked as the fourth best company in its sector with 82 points in the same assessment.
- Vestel Elektronik and Vestel Beyaz Eşya were ranked in the 2023 lists of the S&P Global Corporate Sustainability Assessment with 65 points each. Vestel Beyaz Eşya was the second highest rated company in its sector, while Vestel Elektronik ranked third in its sector.
- With its export revenue of USD 2.3 billion, Vestel maintained its 25-year uninterrupted export championship in the electrical-electronics industry in 2023. Vestel exported to more than 160 countries around the world.
- In the "Türkiye's Most Valuable Brands" 2023 survey conducted by Brand Finance, an international brand assessment organization, Vestel ranked in the top 3 with a value of USD 927 million.

- Vestel was once again selected as a "Superbrand" in the "Superbrands Türkiye 2022" survey organized by Superbrands in Türkiye since 2005, crowning its success in consumer satisfaction.
- Vestel Elektronik became a signatory to the United Nations Women's Empowerment Principles (UN WEPs) initiative.
- Zorlu Enerji increased its score to 77 as a result of the assessment made by Refinitiv and took its place among B+ companies.
- Zorlu Enerji published the first CDP (Carbon Disclosure Project) Forests Report in its sector.
- Zorluteks ranked 147th among the R&D companies with the highest investments in the Türkiye R&D 250 Survey. Zorluteks won the first prize in "The Best Sustainability Project Paper In All Industries" category.
- Hometeks, a Zorluteks company, was awarded an A grade in the BSCI audit, which supports sustainable working conditions.
- Zorluteks launched its products with reduced carbon footprint for the first time as part of the "Reborn" collection.
- META Nikel became a member of the European Water Committee to raise awareness of sustainable water management and support the protection of the water ecosystem.
- Eco Love Fest, launched by Zorlu Gayrimenkul to raise awareness on sustainability, received the "Best Shopping Center Event" award at the Master of Events Corporate Awards ceremony, winning a total of 6 national and international awards in its third year.
- Zorlu PSM launched the "My First Theater, My First Concert" project, which aimed to increase access to quality culture and arts events for different segments of society.
- Deliveries of Togg, Türkiye's domestic electric vehicle brand, in which Zorlu Group was one of the partners, started in May.

2024

- Zorlu Holding Information Technologies Group Presidency was restructured as Technology and Digital Business Development Group Presidency and Burak Aydın was appointed as Zorlu Holding Technology and Digital Business Development President.
- Mehmet Zorlu Foundation, which supports society in the fields of education, culture and arts, health and social assistance, has reached its 25th anniversary.
- As part of its global branding strategy, Vestel opened its first store with the "Vestel Express" concept in Berlin, the capital of Germany, in line with its growth targets in the European market. At the same time, the first online store in Europe, vestel.com/de, was also launched.
- Vestel became the export champion in the electrical-electronics sector for the 26th time in the ranking determined by the Turkish Exporters Assembly (TİM), with exports worth approximately USD 2.4 billion. In the overall ranking, Vestel continued to rank 6th.
- Vestel has gathered its activities in the fields of electric vehicle charging solutions, energy storage systems and automotive electronics under the "Vestel Mobility" organization.



- S&P Global's Corporate Sustainability Assessment (CSA), Vestel Elektronik increased its score to 69 points and Vestel Beyaz Eşya to 68 points, ranking among the leading companies in its sector.
- According to the assessment of the London Stock Exchange Group (LSEG), Vestel Elektronik rose 7 points to 85 points and Vestel Beyaz Eşya rose 2 points to 84 points.
- Zorlu Enerji's SAP project "Shine S/4HANA RISE," which was developed with internal resources and will enable Zorlu Enerji to manage all processes in its power plants in a more innovative, efficient and sustainable manner, was put into practice.
- Zorlu Enerji rose from 49 to 74 points in S&P Global's Corporate Sustainability Assessment (CSA).
- Zorlu Enerji scored 88 points in the London Stock Exchange Group's (LSEG) environmental, social and corporate governance assessment and ranked 4th among 329 companies with an A score.
- Zorluteks launched TAÇ REBORN® Organic Sateen Duvet Cover Collection, which is respectful to nature and prepared with satin fabrics made of 100% organic cotton.
- Zorluteks won the first prize in the "Best Multidisciplinary Project" category at the IV International Research, Development and Design Conference (RDConf'24) with its "filters" themed R&D project designed for use in the mining industry.
- Korteks has been granted 1 patent for its biodegradable-compostable melt-dyed polylactic acid full-drawn filament yarn and the method of obtaining it.
- Korteks' KORKUT search and rescue team was awarded an accreditation certificate from the Emergency Management Authority (AFAD) for "urban search and rescue."
- Eco Love Fest, launched by Zorlu Gayrimenkul to raise awareness on sustainability, received the "Best Shopping Center Event" award for the second time at the Master of Events Corporate Awards ceremony, winning a total of 7 national and international awards.
- Zorlu Center was deemed worthy of the "Food & Beverage Shopping Mall" award for its innovative and unique concept at the Creative People Talks & Hospitality Awards 2024, where projects shaped by the knowledge and creativity of gastronomy professionals are awarded.
- Zorlu PSM hosted approximately 5 thousand adults, young people and children who had never been to a concert or theater in their lives free of charge at its events throughout the year through the "My First Theater, My First Concert" project developed with the motto "The Stage for All of Us."
- Zorlu PSM, with its producer identity, brought two new plays to the field of performing arts. "Afife" and "Dreamer" met with theatergoers.
- Raffles Istanbul celebrated its 10th anniversary.
- Raffles Istanbul, the only hotel in Türkiye to be awarded six consecutive five-star awards by Forbes Travel Guide, has taken the concept of luxury accommodation one step further with this success.

ZORLU HOLDING AND SUSTAINABILITY

ZORLU HOLDING AND GROUP COMPANIES INVEST FOR THEIR STAKEHOLDERS, SOCIETY AND FUTURE GENERATIONS WITH A RESPONSIBLE INVESTMENT APPROACH.

Focusing on creating the highest value for society, the world and the future, Zorlu Holding carries out social benefit-oriented activities in the areas of quality education and future competencies, culture and arts, diversity and inclusion, social innovation, biodiversity and climate.

Zorlu Group's sustainability approach, goals, and efforts in this direction were reflected in environmental, social, and governance (ESG) assessments conducted by reputable institutions, leading to an increase in the companies' scores in 2024.

In line with its "Smart Life 2030" vision, Zorlu Holding places sustainability at the center of its way of doing business and aims to generate the highest added value in environmental, social and governance (ESG) areas while investing for Group companies, stakeholders, society and future generations with a responsible investment approach.

Holding operates with an integrated thinking and management model that adopts a multi-capital approach in the management of non-financial assets such as human resources, environmental capital and innovation. In all sectors in which it operates and in social/environmental issues, it aims to provide solutions to global crises and current problems in line with the United Nations Sustainable Development Goals.

Recognizing the responsibility of the business world in achieving global goals, Zorlu Holding plays an active role in Türkiye and supports social development and prosperity with an egalitarian, inclusive and justice-based approach in order to address the ESG challenges of today and the near future. In this context, it invests in people-centered ecosystems and sustainable business models and establishes strong and innovative collaborations.

Zorlu Holding considers its human resources as its most valuable asset and focuses on developing a corporate culture shaped by the principles of diversity and inclusiveness, while being based on innovation and creativity. In areas such as gender equality, employee volunteerism and intrapreneurship, the Company creates a working and collaborative environment for its employees and all stakeholders in its sphere of influence in line with the expectations of the new world. Accordingly, in order to support the development of competent and motivated human resources, issues such as performance and career management, training programs and adaptation to future business models are prioritized.

Focusing on creating the highest value for society, the world and the future, Zorlu Holding carries out social benefit-oriented activities in the areas of quality education and future competencies, culture and arts, diversity and inclusion, social innovation, biodiversity and climate. Guided by a shared value-based social investment approach, the Company aims to allocate 1% of its EBITDA to activities that contribute to the United Nations Sustainable Development Goals.

Recognizing the finite nature of natural resources and adopting the principle of protecting the environment and all life, Zorlu Holding focuses on reducing its environmental impact while maintaining economic growth through a responsible investment approach. While building a strong supply chain, the Holding continues to develop sustainable products and services in smart production facilities. In order to mitigate the negative impacts of the climate crisis, efforts are being made to reduce the environmental impact and carbon emissions arising from the activities of Group companies, to develop products and services that will ensure the efficient use of natural resources, to increase the use of renewable energy and to expand the use of environmentally friendly production technologies. In this context, Vestel and Zorlu Enerji started working on decarbonization plans in 2023 in line with the Group's 2050 net zero emission target, and these efforts were officially approved by the Science Based Targets Initiative (SBTi) in 2024.

In line with the United Nations' 2030 Sustainable Development Goals, Zorlu Holding has set its own Sustainability Roof Goals in parallel with the Smart Life 2030 vision launched in 2017. In line with these umbrella goals, Group companies have defined sub-sustainability goals according to the priorities of their sectors and stakeholder needs. These goals, which are expected to create a significant leverage effect for Zorlu Group, are supported by projects carried out in the areas of



"people-oriented ecosystems" and "innovative business models." Group-wide sustainability is monitored at the Board of Directors level in accordance with corporate governance principles; processes are carried out by the Sustainability Committee reporting to the Board of Directors and the Sustainability Coordination Board working under this structure.

Adopting an active shareholder approach, Zorlu Holding aims to transform its companies into structures that can effectively manage potential risks and opportunities, and supports its investee companies in transparently sharing their performance and achieving their strategic goals. Through Group companies operating in different sectors such as energy, textiles, white goods and technology, it is aimed that all stakeholders, especially suppliers, shape their strategies, activities and decision mechanisms with this awareness.

Zorlu Group's sustainability approach, goals, and efforts in this direction were reflected in environmental, social, and governance (ESG) assessments conducted by reputable institutions, leading to an increase in the companies' scores in 2024.

According to the assessment made by LSEG (formerly Refinitiv), which evaluates on behalf of the Borsa Istanbul sustainability index, under the main headings of environmental, social and corporate governance, Vestel Elektronik, a Zorlu Holding Group company, ranked 2nd among 100 companies in the sector with 85 points, and Vestel Beyaz Eşya ranked 3rd with 84 points.^(*) Vestel Beyaz Eşya and Vestel Elektronik achieved A- (Leadership) level in the climate change program of CDP (Carbon Disclosure Project), one of the world's most powerful green NGOs. In the CDP Water Security Program, both companies achieved B (Management) level. Vestel Elektronik and Vestel Beyaz Eşya were also ranked among the best in their sectors in the Corporate Sustainability Assessment (CSA) lists, where the world's most sustainable companies are identified by S&P Global. In the 2024 results of S&P CSA, which evaluates the sustainability practices of more than 13,000 companies from 62 sectors around the world through sector-specific criteria, Vestel Elektronik and Vestel Beyaz Eşya were entitled to be included in S&P Global The Sustainability Yearbook-2025 with ESG scores of 69 and 68, respectively. Vestel companies were also selected to be included in the FTSE4Good Emerging Markets Index in 2024 by global index and data provider FTSE Russell, which measures companies with strong environmental, social and governance performance.

Zorlu Enerji achieved the title of "Industry Mover" with the highest score increase in its sector, reaching 74 ESG points in the S&P CSA, and was included in the S&P Global 2025 Sustainability Yearbook. Zorlu Enerji received a B (Management) rating in the CDP Climate Change Program and maintained its B (Management) score in the CDP Water Security Program. As a result of the evaluation conducted by LSEG, Zorlu Enerji increased its score to 88 in 2024, achieving an A score and ranking 3rd^(*) among 335 companies in its sector on a global scale.

Since 2021, Vestel Elektronik, Vestel Beyaz Eşya and Zorlu Enerji have been publishing Integrated Annual Reports, sharing the current outputs of their activities and their future plans to achieve the umbrella goals.

Zorlu Holding will continue to create value for all its stakeholders in order to achieve a more sustainable and livable world together with its Group companies with the strength it derives from the Smart Life 2030 vision in the coming period as well.

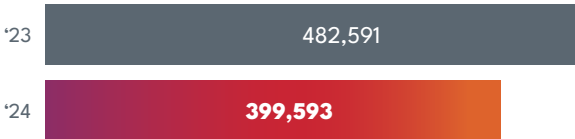
^(*)LSEG data updated as of 25.02.2025 is used.

^(**)LSEG data updated as of 25.02.2025 is used.

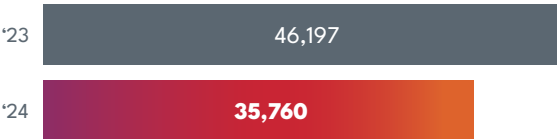
SUMMARY FINANCIAL AND OPERATIONAL INDICATORS*

ZORLU HOLDING’S NET SALES FOR 2024 ARE ESTIMATED AT TRY 201 BILLION.

TOTAL ASSETS (TRY MILLION)



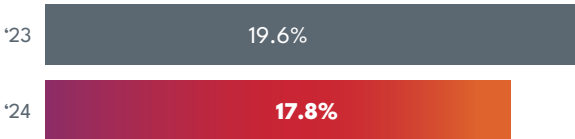
GROSS PROFIT (TRY MILLION)



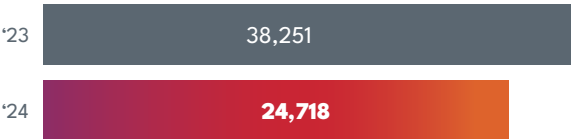
Summary Balance Sheet

(TRY thousand)	2023	2024
CURRENT ASSETS	111,943,382	75,873,324
FIXED ASSETS	370,647,241	323,719,308
TOTAL ASSETS	482,590,623	399,592,632
SHORT-TERM LIABILITIES	256,756,005	184,097,561
LONG-TERM LIABILITIES	99,554,127	88,411,177
EQUITY	126,280,491	127,083,894
TOTAL LIABILITIES	482,590,623	399,592,632

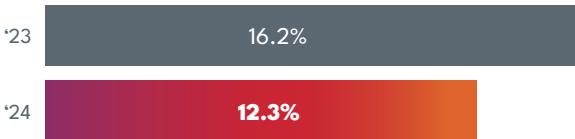
GROSS PROFIT MARGIN (%)



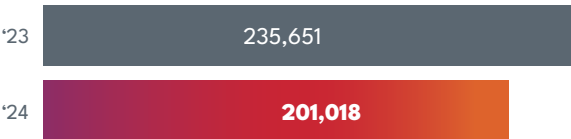
EBITDA (TRY MILLION)



EBITDA MARGIN (%)



NET SALES (TRY MILLION)



Summary Income Statement

(TRY thousand)	2023	2024
SALES REVENUES	235,650,754	201,017,511
GROSS PROFIT	46,197,020	35,760,353
OPERATING LOSS	-7,012,855	-5,800,273
EBITDA***	38,251,258	24,718,445
NET FINANCIAL EXPENSES	-110,177,775	-61,153,647
NET PROFIT FOR THE PERIOD/(LOSS)**	-1,690,176	1,232,231
GROSS PROFIT MARGIN	19.6%	17.8%
EBITDA MARGIN	16.2%	12.3%
EXPORT RATIO	50.7%	50.8%

* Zorlu Holding A.Ş.’s consolidated financial statements include the Group companies operating in consumer electronics and white goods, energy, textile, mining and metallurgy businesses and also Zorlu Yapı Yatırım A.Ş., which operates in the real estate industry and is the owner of Zorlu Center. The Group’s other investments in the real estate business are excluded from the consolidated financial statements as they are not part of Zorlu Holding.

** Profit/(loss) attributable to equity holders of the parent amounting to TRY 8,590,182 thousand and TRY 847,911 thousand for the years ended December 31, 2024 and 2023, respectively.

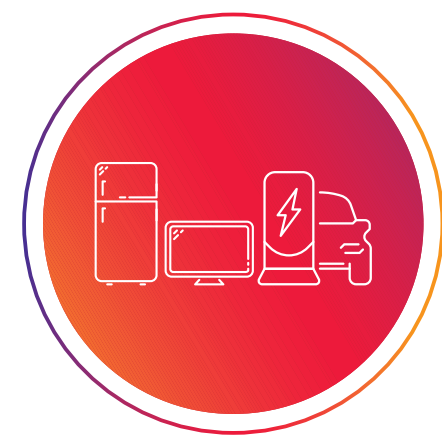
*** Interest income (31 December 2023: TRY 1,760,357 thousand) (Note 29) related to the real reasonable return arrangement of OEDAŞ amounting to TRY 1,862,703 thousand (31 December 2023: TRY 1,760,357 thousand) has been recognized in operating income and included in the calculation of earnings before interest, tax, depreciation and amortization (“EBITDA”). Index difference related to receivables from concession service contracts of OEDAŞ amounting to TRY 4,307,909 thousand (31 December 2023: TRY 6,012,522 thousand) (Note 3) is recognized in monetary gain/loss and included in EBITDA calculation.

ABOUT ZORLU GROUP

- 16 Zorlu Group's Areas of Activity
- 20 Zorlu Holding Portfolio Strategy
- 21 Growth Strategies of Group Companies

Zorlu Holding continues to implement sustainability-oriented projects with innovative business models in line with the Smart Life 2030 vision.

ZORLU GROUP’S AREAS OF ACTIVITY



CONSUMER ELECTRONICS, WHITE GOODS AND MOBILITY

Vestel Group of Companies is an international group of 31 companies, 20 of which are located abroad, operating in the fields of electronics, white goods, digital products and mobility electronics. Reaching different customer groups in more than 160 countries with its wide range of products, Vestel stands out with its expertise in technology design, product development and customization. It is one of the important actors of the Türkiye economy with its employment of approximately 20 thousand people, advanced production capacity and contribution to exports. As one of the world’s leading original design manufacturers (ODM) in consumer electronics and white goods, Vestel ranks among the top three manufacturers in the European LCD TV market and among the top five in white goods, and is one of Türkiye’s most recognized brands.



ENERGY

Zorlu Energy Group is one of the leading companies in the Turkish energy sector with its integrated structure. Continuing its growth by focusing on renewable energy investments both domestically and internationally, the Group generates all of its electricity in Türkiye from renewable sources and acts with the vision of a sustainable future.

Zorlu Enerji, whose portfolio includes electricity distribution, retail sales, solar panel production and trade, and the installation and operation of charging stations for electric vehicles, makes various investments to renew the existing infrastructure, support technological development and increase customer satisfaction in the regions where it operates.

Moving towards becoming a new generation energy company based on innovation and technology with the goal of implementing solutions to mitigate the effects of the climate crisis, Zorlu Enerji accelerated its growth by expanding its electric vehicle charging stations and energy efficiency projects, which it conducts under the Zes brand in Türkiye, across Europe under the “electrip” brand.

Zorlu Enerji aims to achieve net zero emissions in its operations and energy production by 2030 and to achieve this goal covering the entire value chain by 2040. Zorlu Enerji is the first energy company to sign the international “Science Based Targets Initiative” (SBTi), which aims to develop solutions against the climate crisis. In addition, while strengthening its pioneering position in the sector in the Borsa Istanbul Sustainability Index, the Company maintains its leadership in sustainability by being included in the BIST Sustainability Index for many years.

In 2024, the Company significantly improved its environmental, social and governance achievements, scoring 88 points in the ESG assessment conducted by LSEG (London Stock Exchange Group) and proving its leadership in this area once again by receiving an A score. In addition, the Company scored 73 points in the Global Corporate Sustainability Assessment (CSA), which identifies the world’s most sustainable companies by S&P, and was entitled to be included in the S&P Global 2025 Sustainability Yearbook. By taking part in this yearbook, which identifies the world’s most sustainable companies and highlights industry leaders in environmental, social and governance (ESG) performance, the Company has registered its commitment to sustainability on an international scale.



TEXTILES

Textiles industry, the founding pillar of Zorlu Holding, remains one of the key industries of the Group today.

Zorlu Textiles Group, which includes Korteks, one of Europe’s largest integrated polyester yarn producers and exporters, and Zorluteks, Europe’s leading home textile company, continuously improves its position in domestic and international markets.

Zorlu Textile Group, which is engaged in the production and sales of yarns, curtains and home textiles under the leadership of Korteks and Zorluteks, is a business and solution partner preferred by global companies thanks to its high production capacity, quality product range, strong organization in marketing and distribution, and excellence in technology and innovation.



MINING - METALLURGY

Meta Nikel produces concentrated nickel and cobalt products in cathode material, one of the raw materials that play an important role in electric vehicles and energy storage systems, and operates entirely export-oriented, especially in Far East countries.

In an environment where the demand for nickel and cobalt products is increasing with the increase in the market share of the battery sector, capacity increase is targeted with sustainable production approaches in order to gain a competitive advantage. In addition, with the establishment of a sulfuric acid production facility, the Company aims to reduce costs, expand its customer portfolio by exporting to nickel users in regions such as Europe and America, in addition to the Far East, increase brand awareness and reinforce the image of a reliable business. In addition, growth plans include increasing product diversity by producing nickel and cobalt in different forms, increasing added value and utilizing rare earth elements (REE) in producible forms along with other metals found in the ore.



REAL ESTATE

Zorlu Center is the first 5-function mixed-use project of Türkiye encompassing Zorlu Shopping Mall, Zorlu Performing Arts Center, Raffles Istanbul Zorlu Center, residences and offices.

Zorlu Shopping Mall welcomed more than 14 million visitors in 2024, making it one of Türkiye’s leading shopping and lifestyle centers.

Since 2013, Zorlu Performing Arts Center (Zorlu PSM) has welcomed over 7 million art enthusiasts over 11 seasons and has established itself as a leading institution shaping cultural and artistic activities in Türkiye.

Recognized as the meeting point of culture, arts and entertainment life with the motto “Change Your World,” Zorlu PSM creates a free, creative, transforming and developing stage for art lovers with its national and international cultural collaborations, collaborations with distinguished institutions and artists, and the large-scale productions that it undertakes. Zorlu PSM hosts many different events such as world-famous musicians, acclaimed musicals, stand-up shows, concerts of different music genres with thousands of people, festivals, theater plays, opera screenings, film programs, corporate events.

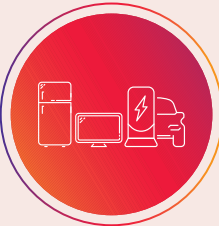
Levent 199, positioned in Levent, one of the busiest locations in Istanbul, is the first A+ office project of this scale in Türkiye to receive the LEED Gold Certificate from the US Green Building Council (USGBC).



OTHER AREAS OF ACTIVITY

Zorlu Group companies, which demonstrate their high quality and distinctive service approach in a wide range of other fields of activity, from tourism to aviation, stand out in their respective sectors with their reliable, assertive and strong identities, while differentiating themselves with the added value and employment they provide to the national economy.

ZORLU GROUP’S AREAS OF ACTIVITY

BUSINESS LINES	FIELD OF ACTIVITY	MAIN COMPANIES	SECTORAL POSITION	COMPETITIVE ADVANTAGES
 CONSUMER ELECTRONICS, WHITE GOODS AND MOBILITY	- Television - Digital screen solutions - Mobile products - Electric vehicle charging solutions - Automotive electronics - LED lighting - Battery solutions - Electronic card - Refrigerator - Deep freezer - Set-top box - Dishwasher - Washing machine - Tumble dryer - Cooking appliances - Air-conditioner - Thermosiphon - Vaccine storage locker - Small household appliances	Vestel Elektronik 2024 Turnover: TRY 142.7 billion Asset Size: TRY 174.5 billion Vestel Beyaz Eşya 2024 Turnover: TRY 75.3 billion Asset Size: TRY 71.5 billion	- One of the top 3 TV manufacturers and one of the top 5 white goods manufacturers in Europe - The unchanging export champion of the Turkish electronics industry for 26 years	Innovation: - Creating new value for customers with its strong R&D structure, manufacturing capabilities and highly-competent human resources, responding to customer needs swiftly with its technological solutions and rendering innovation fast and accessible to everyone. Scaled Manufacturing Model, Manufacturing Flexibility and Product Customization: - Responding to the needs of different customers with various socio-cultural backgrounds in foreign markets on time and with the right product, the right price and the right sales channels. - Ability to develop products in numerous different models for various customers thanks to its flexible production capability. Customer Commitment and Experience: - Offering a perfect ODM service from A to Z, from original design and production to point distribution. - Refraining from competing directly with customers' brands in Europe. - Fast production and delivery as well as the ability to respond to small batch orders - Broad sales and after-sales service network in Türkiye - After-sales customer experience that makes a difference. Cost Advantages: - Benefiting from scale economies in supply and especially in raw material/component purchases, the most important cost factor, with its strong manufacturer identity. - Efficiency, effectiveness, and cost advantages offered by manufacturing in a single complex at Vestel City, one of the largest manufacturing complexes in Europe, built over a single site A Pioneer in Digital Transformation: - With its innovation characteristic, adapting technology and innovation as a corporate culture since its foundation. - Broad technological capabilities and vision - Industry 4.0 transformation - Digitalized business processes - Customer experience strengthened by digitalization - Leading Türkiye's digital transformation as it did in its technological transformation. - Being at the center of digital transformation via its solutions, innovative practices and products as a company exporting technology from Türkiye to the world.
 ENERGY	- Generation and sale of electricity and steam - Electricity distribution and retail sales - Electricity trade - Power plant construction, maintenance, repair and operation - Solar panel and inverter trade - Installation and operation of electric vehicle charging stations, granting of certified dealerships and platform sales	Zorlu Enerji Zorlu Yenilenebilir Enerji Zorlu Osmangazi Zorlu Elektrik Zorlu O&M Electrip Global 2024 Turnover: TRY 29.6 billion Asset Size: TRY 118.9 billion	- Leading player in the sector with its 20% share of Türkiye's installed geothermal energy capacity - Electricity sales to a total of more than 11.9 million customers - Over 2 million subscribers in electricity distribution - Türkiye's first Combined Renewable Electricity Generation Facility to generate energy from geothermal and solar energy simultaneously at Alaşehir Geothermal Power Plant - Nearly 4,000 charging stations in nearly 2,000 locations in 81 provinces of Türkiye under the Zes brand, and electric vehicle charging operations and renewable energy solutions in Italy, France, Bulgaria, Greece, Croatia, Montenegro and Poland under the Electrip brand	- Maintaining its growth in a way that supports existing operations in renewable energy and making new investments in renewable energy - In a niche energy field such as geothermal power generation, representing 20% of Türkiye's geothermal installed capacity - Leading market share in Türkiye in the field of electric vehicle charging stations and the ability to utilize its experience for growth in overseas markets - Producing its own panels in the field of solar energy technologies, as well as having the distributorship of world-renowned brands in Türkiye - Competence to provide integrated services - Balanced and diversified generation portfolio by resource and geography - Investments in countries offering high growth potential - Strong license and project portfolio to support future domestic and overseas growth - Electricity distribution and retail sales in the Osmangazi Region, which offers high growth potential with its university, industry and urbanization - Studies and investments focused on smart systems, technology and R&D in line with the goal of becoming the energy company of the future - Becoming a responsible company with Environmental, Social, Management based investments
 TEXTILES	Production and sale of polyester filament yarn and home textile products	Korteks 2024 Turnover: TRY 7.5 billion Asset Size: TRY 49.09 billion Zorluteks 2024 Turnover: TRY 6.2 billion Asset Size: TRY 26.3 billion	- Korteks is one of Europe's largest integrated polyester yarn producers and exporters - Zorluteks, one of the largest integrated cotton home textile manufacturers in Europe	- Europe's largest integrated and innovative polyester yarn production center - Home textile production facility using the latest production technologies - Exports to 70 countries - Widespread domestic and international sales and distribution network - Leading brands in the Turkish home textile market - Wide product range
 MINING - METALLURGY	Development and operation of nickel and cobalt resources in Türkiye and their domestic & international sales, recovery of precious metals from process waste and development of production technology for rare earth elements	Meta Nikel Kobalt Madencilik 2024 Turnover: TRY 4.41 billion Asset Size: TRY 21.31 billion	Türkiye's first and only nickel-cobalt processing plant, and one of the top 10 plants in its field in the world with its technology	- Türkiye's first and only nickel-cobalt plant with an annual production capacity of 10,000 tons of nickel metal conjugates in Gördes, Manisa - Innovative and environmentally friendly production technology - Nickel-cobalt reserve development and investment projects planned within the scope of the licenses in Eskişehir and Uşak - Proven and potential reserves equivalent to a total of 370 thousand tons of Ni-metal content in licensed areas
 REAL ESTATE	Development, sale, lease and/or operation of high-quality real estate projects	Zorlu Yapı 2024 Turnover: TRY 5.9 billion Asset Size: TRY 59.9 billion	Zorlu Center: Türkiye's first 5-function mixed-use project located at the intersection of two continents, and center of attraction in Istanbul Zorlu PSM: Zorlu PSM hosts many different events such as world-famous shows, musicals, stand-up shows, different genres of concerts and festivals hosting thousands of people, theatre plays, opera shows, film programs, and corporate events. Levent 199: Eco-friendly A+ office project with the best office architecture award	- Projects located in the best locations of Istanbul: Zorlu Center and Levent 199 Zorlu Shopping Mall: A shopping mall offering select restaurants and world-famous brands Raffles Istanbul Zorlu Center: One of the world's most luxurious hotel brands - Valuable land portfolio for future development in touristic regions of Türkiye
 OTHER AREAS OF ACTIVITY	- Tourism - Aviation	ABH Turizm Temsilcilik ve Ticaret A.Ş. (Jules Verne Travel & Event & Jabiroo) Zorlu Grand Otel Zorlu Air		- Strong brand values - Growth-oriented investments

ZORLU HOLDING PORTFOLIO STRATEGY

ZORLU HOLDING ADOPTS THE PRINCIPLE OF ACTING WITH THE AWARENESS OF ITS IMPACT POWER WHILE MANAGING ITS RISKS.

Zorlu Holding manages its portfolio, which includes consumer electronics, white goods, mobility, energy, textiles, mining-metallurgy and real estate, with a focus on increasing its global footprint based on exports.

Zorlu Holding continues to transform its businesses to create shared value for society and shape the world of the future.



Zorlu Holding faces various problems, each and every day while the needs, wishes and concerns of countries, societies and all individuals are changing during a period in which breaking points and radical transformations are observed in every aspect of life. Its operations are directly affected not only by domestic dynamics but also by international developments. The variables on Zorlu Holding's agenda are constantly increasing, and relevant risks and opportunities are diversified. In order to be part of the solution to these realities, Zorlu Holding has aligned its portfolio strategy with its sustainability vision and targets through a management approach that is agile, dynamic, highly interactive, and based on the principle of resilience.

Zorlu Holding adopts the principle of acting with the awareness of its influence while managing its resources and risks. It manages its portfolio, which includes consumer electronics, white goods, mobility, energy, textiles, mining-metallurgy and real estate areas, with an approach focused on increasing its global footprint based on exports.

In doing so, it aims to increase the weight of innovative areas, where its competencies are strong and which focus on sustainability and technology, in its portfolio.

It aims to expand its investments in areas where it sees high potential and maintains its current level of profitability. Zorlu Holding maintains its target of outpacing Türkiye's growth every year. To achieve these goals, it sees technology and digitalization as critical factors, and strengthens its data-based decision-making skills. In line with the Smart Life 2030 vision, it continues to implement sustainability-oriented projects with innovative business models. Zorlu Holding continues to transform its businesses to create shared value for society and shape the world of the future.

GROWTH STRATEGIES OF GROUP COMPANIES

CONSUMER ELECTRONICS, WHITE GOODS AND MOBILITY

- Export-oriented growth, especially in non-European markets, thus increasing geographical diversity in international sales,
- Focusing on areas with high growth potential by investing in future technologies, especially electric vehicles and the energy transformation value chain, production of electric vehicle chargers, in-car displays and other components, increasing R&D activities in these areas, investing in battery systems and developing technology in such mobility areas,
- Growing with the Vestel brand by using it effectively not only at home but also abroad,
- Increasing sales and profitability in the ODM segment by focusing on profitable customers and growing business volume,
- Increasing projects from A brand customers,
- Achieving a higher market share especially in white goods sector, by strengthening brand image, distribution and sales network and after sales service quality in the country,
- Continuing to work for the green transformation of Vestel's existing operations and taking the targets one step further while investing in business areas that focus on sustainability.

MINING - METALLURGY

- To be competitive with sustainable production models in an environment of increasing demand in the battery industry and a growing appetite for nickel and cobalt products.

ENERGY

- Further expanding its renewable energy portfolio in Türkiye and abroad,
- Maintain its position as the market leader in Türkiye in the field of electric vehicle charging stations under the Zes brand, while continuing to grow and expand its electric vehicle charging operations in Europe under the Electrip brand,
- Being specialized in energy storage and management alongside energy production by continuing to make smart and sustainable system investments such as onsite storage systems, as well as focusing on energy efficiency, in line with the vision to become the energy company of the future,
- To provide customers with the highest quality service by making network investments and developing technological infrastructure in the field of electricity distribution,
- Realizing projects that will set an example for the sector on a global scale with its R&D investments.

REAL ESTATE

- Presenting the best examples not only in Türkiye but also across the world in sustainable and innovative living spaces in line with the Smart Life 2030 vision,
- While developing the assets in its current portfolio, especially Zorlu Center and Levent 199, as an area of experience to set an example for next generation living spaces, harmonizing the living spaces it offers with the transformations and trends in the world through technological and digital investments,
- Working with the goal of transforming Zorlu PSM into a global stage by providing value-added services while standing by art and artists.

TEXTILE

- Increasing its market share in export markets and its effectiveness in the value chain,
- To increase its market share in the sustainable product sector with yarns such as TAÇ REBORN®, produced by recycling polyester yarns, Dope-Dyed, which offers an environmentally friendly dyeing process by reducing the use of water and chemicals, and TAÇ BI-OLoop®, produced to reduce microplastic pollution caused by textile products,
- To grow its retail operations around TAÇ, Linens and Valeron brands in the Turkish market, while increasing its market share in the home textiles sector by adding new categories to its product portfolio,
- To increase its market share in foreign markets and its effectiveness in the value chain,
- To grow in foreign markets by adding other brands to TAÇ, Linens and Valeron brands through licensing,
- Developing special products and services for online and digital channels,
- Increasing its market share in polyester yarn production in Türkiye and Europe and making the necessary capacity investments,
- Increasing innovation capacity and added value in the sector by investing in technical and smart textile products.

FROM THE MANAGEMENT

- 24 Message from the Chair of the Board
- 28 Board of Directors
- 32 CEO's Assessment
- 36 Senior Management

With more than 30,000 employees, an extensive stakeholder network of over 80,000 and exports to more than 160 countries, we have grown the value we create.

MESSAGE FROM THE CHAIR OF THE BOARD

“WE ARE DELIVERING IMPACT-DRIVEN PROJECTS ON A GLOBAL SCALE.”



Ahmet Zorlu
Chair of the Board

In alignment with our Smart Life 2030 vision, sustainability is an integral part of our business. We position R&D, advanced technology, and innovation—qualities embedded in our DNA—as core accelerators in building a sustainable way of life.

Despite fluctuating conditions in export markets and mounting difficulties in terms of labor-intensive sectors maintaining their competitive edge, Türkiye’s total exports rose by 2.5% year-over-year, reaching USD 262 billion.

Esteemed Stakeholders,

In 2024, guided by an unwavering belief in a sustainable life and a better future, and in alignment with our Smart Life 2030 vision, we advanced our mission to create value for our country and the world through investments and operations rooted in research, innovation, and advanced technology.

In 2024, despite a modest recovery in international trade, global economic momentum slackened. Continuing geopolitical risks, coupled with ongoing economic, social, and political uncertainties, contributed to a challenging landscape. Nonetheless, there was growth, with sustainability remaining a fundamental driver in global competitiveness throughout 2024, even as volatile global dynamics necessitated a more proactive approach to risk and cost management. Türkiye’s export sector—the powerhouse of the national economy—made only a limited positive contribution to growth amid the obstacles of 2024 and persistent difficulties in exports. However, while policies aimed at curbing inflation put pressure on economic activity, domestic demand supported economic growth, enabling Türkiye to achieve a growth rate of 3.2%.

Türkiye’s primary export region, Europe, saw constrained recovery compared to the previous year, recording growth of approximately 0.8%. The world’s largest economy, the United States, grew by 2.8%, while China, the second-largest, posted a growth rate of 4.8%. Even faced with fluctuating conditions in export markets and challenges for labor-intensive sectors in terms of maintaining their competitive edge, Türkiye’s total exports rose by 2.5% year-over-year, reaching USD 262 billion.

Looking ahead to 2025, several key areas will require close attention within the Turkish economy. These include the path of interest rates, which are expected to decline gradually in line with the ongoing disinflation process. Other areas are the potential pressure of tight monetary policy on economic activity, shifts in export market conditions, and the sustainability of growth under current economic policies, as well as the impact of geopolitical risks in neighboring countries, rapid transformations in business models driven by artificial intelligence, and progress in aligning with the European Union’s Green Deal.

We contribute to building a sustainable future through innovative actions

Artificial intelligence and the green transformation are fundamentally reshaping not only how we do business, but the future of our societies. At Zorlu Group, we have long embraced an ethos of pioneering—rather than observing—this transformation. In alignment with our Smart Life 2030 vision, we make sustainability an integral part of our business, positioning R&D, advanced technology, and innovation—qualities embedded in our DNA—as core accelerators in building a sustainable way of life, and we integrate them into everything we do. Armed with this strategic mindset—rational, scientific, and forward-looking—we are launching globally impactful projects today and enabling a sustainable future through innovative investments. On this journey shaped by our responsible investment and production approach, we design the future together, ensuring that all our stakeholders are active participants in the process.

MESSAGE FROM THE CHAIR OF THE BOARD

“AS A WELL-ESTABLISHED INSTITUTION ADAPTING TO THE NEW WORLD ORDER, WE CONSISTENTLY CREATE LONG-TERM VALUE.”

As signals of a new economy and a reshaped global marketplace continue to emerge, we, as a well-established institution aligned with this evolving world order, remain committed to creating long-term value.

We expanded our investments in renewable and clean energy resources, the battery value chain, and electric vehicles, boosting our contribution to the global net-zero carbon target.

Accordingly, we continued to develop innovative products, services, and solutions across our five main sectors during the past year. As one of Türkiye’s largest conglomerates, we raised the value that we create through the contributions of more than 30,000 employees, a vast stakeholder network of over 80,000 people, and exports to more than 160 countries. Guided by our Smart Life 2030 vision, we implemented initiatives that are inclusive; that generate social, economic, and environmental value concurrently; and that accelerate change and transformation. We expanded our investments in renewable and clean energy resources, the battery value chain, and electric vehicles, bolstering our contribution to the global net-zero carbon target. As strong signals of a new economy and a reshaped global marketplace continue to emerge, we—as a well-established institution aligned with this evolving world order— maintain our steadfast commitment to creating long-term value.

Our sectors bring smart products and solutions to life through regenerative business models

In 2024, our Group companies continued to create lasting value by developing smart products and solutions through regenerative business models and human-centered ecosystems.

In 2024, our Vestel Group of Companies once again led the way, becoming the export champion of its sector for the 26th consecutive year through high value-added exports, and earning a place among the top three Most Valuable Brands in Türkiye—an achievement that crowned a year of stellar performances. Building on its expertise in smart white goods and electronic products, Vestel continued to act as a pioneer both in Türkiye and globally, providing solutions for the electric vehicle ecosystem, which the Company entered years ago as an innovative business venture, and through new mobility-focused investments. With a strategic emphasis on cutting-edge technologies such as artificial intelligence, the Internet of Things (IoT), and autonomous systems, Vestel is also one

of the world’s leading examples of next-generation manufacturing by way of its Industry 4.0 transformation at Vestel City, which enables more efficient production with a reduced environmental footprint. Vestel sustained its consistent performance thanks to its flexible and agile operational structure, digital transformation-oriented business model, and strength in R&D and innovation.

Our Zorlu Energy Group remained focused on renewable energy, expanding its investments in geothermal, solar, wind, and hybrid power plants, and continuing operations in its designated electricity distribution region with the support of investments made to date. Through ZES, we equipped Türkiye with charging stations for electric vehicles; we also accelerated efforts to extend this expertise internationally under the Electrip brand, starting with Eastern Europe. In collaboration with Wren House, we established Electrip Global to support low-carbon transportation infrastructure, and we are rapidly growing as a global mobility service provider. Additionally, by means of AI-driven smart grid technologies, Zorlu Enerji contributed to a more sustainable integration of renewable energy into the broader energy ecosystem. In the area of energy efficiency, climate-friendly and cost-effective solutions were implemented at every stage—from production processes to services—through advanced technology applications.

In 2024, our Textile Group continued to be a pioneering force both globally and in Türkiye, introducing groundbreaking smart textile products and solutions that “weave the future.” Products developed using AI-powered advanced technologies and a circular production model elevated the added value while minimizing carbon emissions, energy use, and water consumption, thus setting a powerful example for the textile sector with a business model that reduces the environmental footprint. By bringing the textile concepts of the future to life today, the Group further strengthened the Zorlu brand as a global ambassador of innovation and sustainability.



Our Mining Group, Meta Nikel Kobalt, a trailblazer in next-generation mining, moved forward on its mission to merge R&D, high technology, and innovation in the production of high value-added forms of nickel and cobalt. The Company maintained its exports from Türkiye to various countries around the world throughout 2024.

Our Real Estate Group continued to develop innovative solutions for high-value living environments by means of projects such as Zorlu Center and Levent 199. Placing sustainability at the core of its business model, Zorlu Center reinforced its commitment to hosting guests in a responsible and future-focused way, setting a benchmark in the sector with smart energy and water management systems, advanced zero-waste-based waste management practices, and a wide range of initiatives that promote a culture of sustainable living. As one of Türkiye’s most vibrant cultural venues, Zorlu PSM brought world-class productions to local audiences while also taking an active role in nurturing the nation’s creative ecosystem, supporting artistic and cultural development through original domestic productions and the PSM Atölye platform.

We are committed to creating value for our stakeholders

At Zorlu Holding, we have always moved forward with the strength of our stakeholders, working together to build a more inclusive, equitable, and sustainable future. We consistently take a holistic approach to our operations, evaluating economic performance in tandem with environmental impact, social contribution, and strong governance principles.

We believe that the path to creating meaningful value lies in thinking and producing together. Guided by this principle, we are cultivating a collaborative environment that enhances satisfaction and productivity across all our stakeholder groups. In 2024, we further strengthened the economic, social, and environmental value we create by forging inclusive value chains.

We also upheld our commitment to fostering a workplace culture that embraces inclusion, diversity, and innovation—key pillars in the development of our human capital, who we believe are the true architects of our future. Through the Mehmet Zorlu Foundation, we supported young people in acquiring the skills required for the 21st century. At the same time, by means of our co-founding and continued support of imece, we contributed to generating socially innovative solutions to the challenges inherent in building a sustainable life.

In 2025, we will keep working toward a better life

At Zorlu Holding, we will stride into the future with steady steps, drawing strength and guidance from our deep-rooted legacy and the principles of sound corporate governance. Empowered by our highly skilled and innovative human resources, the true guarantors of our future, we will remain a pioneering force in Türkiye and abroad by consistently undertaking endeavors that create lasting value for society on the environmental, social, and economic fronts. In 2025, we will stay vigilant in monitoring risks and opportunities, in adopting a dynamic approach to process management, and in pursuing responsible investments with determination. By steadfastly advancing our efforts to align with the new-generation, sustainability-driven understanding of competitiveness, we will continue to strengthen our corporate resilience.

On this long and resolute journey, undertaken to turn the dream of a better future into reality, we extend our sincere thanks to all our stakeholders who have joined forces with us. We reaffirm our unwavering belief that, together, we will enjoy new accomplishments in the period ahead.

Sincerely,

Ahmet Zorlu
Chair of the Board

BOARD OF DIRECTORS



Ahmet Zorlu
Chair of the Board

Ahmet Nazif Zorlu began his career in the textile business at a young age, following in his father's footsteps. After engaging in the textile trade with the store he opened in Trabzon in the early years of his career, he moved the Company's headquarters to Istanbul in 1970, laying the foundations of Zorlu Holding. Ahmet Zorlu set up his first production company, Korteks, in 1976 and united all of his companies under the roof of Zorlu Holding in 1990. Ahmet Zorlu acquired Vestel in 1994, thus opening the door to new lines of business for Zorlu Holding. Zorlu's entrepreneurialism, which began with the textile industry, went on to manifest itself in more companies operating in a wide range of industries such as major domestic appliances, consumer electronics, property development, energy, metallurgy, defense and e-mobility. In addition to his position as Chair of Zorlu Holding, Ahmet Zorlu serves as the Chair of the Board or Vice Chair of the Board in several Zorlu Group companies operating in different sectors. With a keen interest in non-governmental organizations, Ahmet Zorlu sits on the Board of Directors of Foreign Economic Relations Board (DEİK) and is a member of Turkish Industry and Business Association (TUSIAD), Education and Culture Foundation of People of Denizli (DENSİR), Babadağ Industry and Business Association (BASİAD) and Turkish Home Textile Industrialists' Association (TETSIAD).



Olgun Zorlu
Vice Chair of the Board

After completing his higher education in textiles and business administration in the UK, Olgun Zorlu started his professional career in 1986. Since 1988, he has worked as a manager in Zorlu Holding companies and managed their overseas market research and new application development activities. Having begun to serve as a Member of the Board of Directors of Zorlu Holding in 1998, Olgun Zorlu is currently a Board Member and Vice Chair of various Zorlu Holding companies such as Vestel Elektronik, Vestel Beyaz Eşya, Zorlu Textile and Meta Nikel. Olgun Zorlu assumed the position of Vice Chair of the Board of Zorlu Holding in 2022. Mr. Zorlu is a member of the Turkish Industry and Business Association (TUSIAD) and the Turkish Home Textile Industrialists' Association (TETSIAD).



Selen Zorlu Melik
Board Member

Selen Zorlu Melik graduated from the Department of Business Administration of the Faculty of Economics and Administrative Sciences at Uludağ University. She started her professional career at Denizbank in 1998 and joined the Management Trainee (MT) Program in 1999. After working in a number of positions at the Denizbank Head Office, Selen Zorlu Melik attended the Marketing Certificate Program at the University of California, Berkeley in 2001. Having started working at Korteks Yarn Factory in 2002, she continues to serve as a Board Member at Zorlu Holding and Zorlu Enerji. Zorlu Melik is a Member of the Advisory Board of Yeniden Biz Association.



Şule Zorlu
Board Member

After graduating from Feyziye Mektepleri Foundation Işık High School, Şule Zorlu went to the USA for her university education. Having completed the first two years of her university education at Pepperdine University in Los Angeles, Şule Zorlu studied business administration at Silberman College FDU, one of the most important universities in the world in the field of business administration. During her education at Silberman College FDU, Şule Zorlu worked in sales and marketing strategies and customer relations at Zorlu USA, Zorlu Holding's American subsidiary, and returned to Türkiye in 1999 to join the Management Trainee (MT) program at Denizbank. For two years, she worked in corporate loans and risk management departments of the bank's branch and headquarters structures. Subsequently, she assumed the position of Managing Member of the Board of Directors at Anadolu Kredi Kartları A.Ş., which was incorporated into DenizBank at the beginning of 2002. Between 2004 and 2007, Şule Zorlu served as the General Manager of Linens Marketing at Zorlu Textile Group and worked in various areas such as R&D and P&D studies, expansion of the merchandising network and customer experience management in order to strengthen the brand's access to the end consumer and retail network. In 2008, she served as a Board Member at Zorlu Gayrimenkul Geliştirme ve Yatırım A.Ş. and Zorlu Yapı Yatırım A.Ş. Having assumed different responsibilities in the Council of Shopping Centers and the Corporate Governance Association, Şule Zorlu brought the Eataly brand, one of the most important grocery and restaurant chains of Italy, to Türkiye and introduced the Eataly kitchen and retail experience to Istanbul customers for the first time. Between 2012-2019, she also served as the Chair of Board of Directors of the Z Gurme Restoran Gıda San. ve Tic. A.Ş. Şule Zorlu served as a Board Member at Vestel Beyaz Eşya Sanayi ve Vestel Ticaret A.Ş. between 2003-2006 and 2012-2023 and has become a Board Member at Zorlu Holding as of 2022.



Ömer Yüngül
Board Member and CEO

Born in İzmir in 1955, Ömer Yüngül obtained his Bachelor's Degree in mechanical engineering at Boğaziçi University in 1978. Yüngül started his career at Tekfen İnşaat and went on to hold various managerial positions at Metaş, Faz Elektrik, and Merloni Elettrodomestici. Having joined Zorlu Holding as the General Manager of Vestel Beyaz Eşya in 1997, Yüngül became Chair of the Vestel Executive Board in 2000. After 15 years in this position, Mr. Yüngül was appointed CEO of Zorlu Holding in 2013. After 11 years of service, Mr. Yüngül retired in June 2024, became a member of Zorlu Holding's Board of Directors in 2022, and was reappointed as CEO of Zorlu Holding in March 2025. Ömer Yüngül speaks fluent English and Italian and is married with one child.

BOARD OF DIRECTORS



Cem Köksal **Board Member**

Cem Köksal graduated from the Mechanical Engineering Department of Boğaziçi University in 1988 and obtained a master's degree at Bilkent University in 1990. Köksal worked in the banking sector between 1990 and 2001. Köksal started working as Deputy General Manager at DenizBank in 1997 and joined Vestel in 2002 as the Chief Financial Officer. In 2012, Mr. Köksal assumed the role of Zorlu Holding's Chief Financial Officer and served as Zorlu Holding's CEO between June 2024 and March 2025. Mr. Köksal continues to serve as a Board Member at Zorlu Holding and some of its subsidiaries.



Ahmet Cemal Dördüncü **Board Member**

Ahmet Cemal Dördüncü graduated from Çukurova University, Department of Business Administration, and then pursued his postgraduate studies at Mannheim and Hannover Universities. Dördüncü began his professional career at Claas OHG in Germany, and after returning to Türkiye, he continued his career at Mercedes Benz between 1984 and 1987. Ahmet C. Dördüncü joined Sabancı Group in 1987 and assumed several positions at Kordsa until 1998. In 1998, Dördüncü joined the Group company DUSA to serve as General Manager/President at DUSA South America, and later at DUSA North America. After working as Group President of Strategic Planning and Business Development at Sabancı Holding in 2004, he assumed the position of Chair of the Executive Board of Sabancı Holding from 2005 to 2010. In addition to being a Board Member of Akkök Holding, he served as the Chair of the Executive Board of Akkök Holding between 2013 and 2022. He is currently a Board Member of various Akkök Holding companies. Ahmet Dördüncü is the Chair of the Board of United Nations Global Compact Türkiye and also serves as a Board Member at International Paper Co. Ahmet Dördüncü became a Board Member of Zorlu Holding in 2023.



Ayşegül İldeniz **Board Member**

Ayşegül İldeniz is a global technology leader leading innovation, technology and future vision in Silicon Valley. In 2015, İldeniz was selected as one of the world's top 100 most creative people by Fast Company, and she has created the roadmap for many smart technologies used today with international teams with the ambition of achieving the impossible. İldeniz served as World Vice President of the New Technologies Group at global microprocessor giant Intel, where she developed numerous award-winning products on smart technologies including artificial intelligence. Prior to this role, she was the President of Intel's 67-country Türkiye, Middle East and Africa Region and a member of the European Board of Directors. In 2016, İldeniz joined Silver Spring Networks, a New York-listed company that holds half of the US smart energy market, as COO, implementing smart cities programs in cities such as Chicago, Singapore, Paris, Copenhagen, Dubai, and successfully exited the Company in 2018. İldeniz is a pioneer in civil society on technology transformation, smart future and innovation policy. Mrs. İldeniz is the President of TÜSİAD Silicon Valley Network, a 2010 Eisenhower Fellow and a member of the Board of Directors of Turkish Philanthropy Funds. She is an independent Board Member of Vestel, Doğan Holding and Pegasus Airlines and an entrepreneur and consultant in Silicon Valley. As of 2024, she assumed the position of Zorlu Holding Board Member.



Melih Araz **Board Member**

A graduate of Robert College, Melih Araz received his bachelor's degree from Ankara University, Faculty of Political Sciences, in 1972. In 1975, he received his MBA from Indiana University, Kelley School of Business as a USAID/TEV scholar. He also attended an "Executive Management Program" at Harvard Business School. Starting his career in finance and banking at Citibank N.A.'s office in Türkiye in 1977, Mr. Araz served in executive positions at the bank's Istanbul, Bahrain, Athens and New York offices and assumed key responsibilities in the establishment and expansion of Citibank's operations in Türkiye. Melih Araz later served as the CEO/General Manager at Interbank A.Ş., a Çukurova Holding affiliate, for eight years where he played a leading role in elevating Interbank to a respected and pioneering position in corporate and investment banking in Türkiye. After Interbank, he worked as a consultant in various important projects and served as an Independent Board Member in several companies, including Zorlu Enerji Elektrik Üretim A.Ş. (2008-2013 and 2018-2020), Enka İnşaat ve Sanayi A.Ş. (2012-2018), Vestel Elektronik Sanayi ve Ticaret A.Ş. (2018-2024) and Vestel Beyaz Eşya Sanayi ve Ticaret A.Ş. (2018-2024). Mr. Araz currently holds senior positions at Ata Group. He continues to serve as a Board Member at Ata Yatırım Menkul Kıymetler A.Ş., Ata Gayrimenkul Yatırım Ortaklığı A.Ş., TFI Gıda Yatırımları A.Ş., Burger King China JV Ltd., İzmir Enternasyonal Otelcilik A.Ş. and Entegre Harç Sanayi ve Ticaret A.Ş. Melih Araz assumed the position of Independent Board Member at Zorlu Renewable Energy in 2024.

CEO'S ASSESSMENT



Ömer Yüngül
CEO

In 2024, our total revenue reached TRY 201 billion, while international sales, which accounted for 50.8% of our total, amounted to USD 2.9 billion.

Esteemed Stakeholders,

The year 2024 was marked by persistent global uncertainty, increasingly intense competition, and lingering concerns about the future, even as international trade continued to grow. The Turkish economy sustained its growth momentum despite the implementation of a tight monetary policy, and it also succeeded in boosting exports. While a significant improvement was recorded in the current account deficit, inflation—though still above target—declined noticeably, with inflation-curbing economic measures shaping overall activity throughout the year.

Amid these global and domestic dynamics, we at Zorlu Group enjoyed a successful year in 2024, guided by the strength of our sustainability vision, Smart Life 2030. Our commitment to creating long-term value for all our stakeholders enabled us to outpace Türkiye's real growth rate yet again, further strengthening our institutional and financial resilience. By maintaining an agile and responsive approach to managing our operations, we swiftly adapted to evolving conditions. We proactively managed dynamic global and local risks, achieving our short- and medium-term objectives without losing sight of our long-term goals.

With sustainability firmly at the core of our business model, we continued to improve efficiency and create added value by leveraging digitalization and artificial intelligence as strategic enablers. In line with our Holding's responsible investment approach, we pursued growth through investments built on regenerative business models and human-centered ecosystems.

Throughout 2024, we remained focused on actions that would expand our portfolio while creating sustainable value. As reflected in our financial statements, prepared in accordance with Turkish Accounting Standards (TAS) and TAS 29 – Financial Reporting in Hyperinflationary Economies, we achieved a robust financial performance. Our total consolidated revenue reached TRY 201 billion in 2024, while international sales, accounting for 50.8% of total sales, stood at USD 2.9 billion. Consolidated EBITDA reached TRY 24.7 billion, with an EBITDA margin of 12.3%.

Our Group companies continued to grow through regenerative business models

Operating across five core sectors, our Group companies contributed to a more sustainable way of life through their activities while delivering long-term value for Zorlu Group. Drawing power from advanced technologies and innovation, Group companies enhanced their operations in smart white goods and electronics, renewable energy plants, mobility investments in the electric vehicle ecosystem, smart textiles, next-generation sustainable living spaces, and R&D-driven modern mining—thus contributing meaningfully to our impact-oriented growth strategy.

Backed by decades of investment and expertise, in 2024, our Vestel Group of Companies once again ranked among Türkiye's leading forces shaping the future through technology. Despite a challenging global trade climate, Vestel maintained its leadership in 2024 as the top exporter in its industry for the 26th consecutive year and rose to sixth place overall in the Turkish Exporters Assembly's (TIM) national export rankings. Exporting to over 160 countries, Vestel generated 49% of its sales in European markets, 41% in the domestic market, and the remainder in other countries. Aiming to further expand its export success, Vestel continued to develop market- and country-specific brand strategies tailored to the consumer habits and expectations of each geography, opting against a one-size-fits-all approach. In 2024, this strategy led to the acquisition of all shares in Sweden-based Cylinda AB, to strengthen the Company's presence in the Northern European market. Vestel also took concrete steps toward its goal of increasing exports to the United States fivefold by 2028.

Additionally, Vestel fortified its position as a pioneer of digital transformation in Türkiye, driven by trends such as AI, automation, and next-generation technologies. As part of its goal to expand its role in the smart TV ecosystem, Vestel signed a memorandum of understanding to acquire a stake in Vidaa, one of the world's leading smart TV platforms.

In 2024, Vestel also accelerated efforts to grow the value of its EV and energy storage business, Vestel Mobility, aiming to exceed USD 1 billion in market value within three years. With offerings in EV chargers, automotive electronics, and energy storage solutions, Vestel Mobility bolstered its market presence and continued to serve as one of the key suppliers to Togg, Türkiye's national EV initiative, in which Zorlu Holding is also a shareholder. Vestel further augmented its automotive electronics capabilities through in-house development in critical areas such as image processing, driver assistance systems, autonomous driving technologies, connectivity, automotive cloud services, interface design, and mobile platforms. Vestel Mobility, already a leader in DC fast-charging technologies, plans to launch 1 MW ultra-fast charging stations in 2025—not only for passenger vehicles but also for the electric fleet vehicles deployed in public transportation and logistics. Additionally, throughout 2024, Vestel strengthened its sector leadership in Industry 4.0 and digital transformation by relentlessly advancing efforts at Vestel City. These included the seamless integration of horizontal and vertical value chains by means of AI-powered software, Internet of Things (IoT) technologies, smart automation systems, Automated Guided Vehicles (AGVs), and Autonomous Mobile Robots (AMRs). Vestel also reached a significant milestone in its sustainability journey:

the Company's 2030 carbon reduction targets were officially validated by the Science Based Targets initiative (SBTi), underscoring the importance that Vestel accords to its climate commitments.

The Zorlu Energy Group, guided by its vision of becoming the energy company of the future, continued to contribute to the net-zero carbon goal in 2024 through its wide-ranging operations—from geothermal and solar power to wind energy, and from electric vehicle charging stations and smart systems to electricity sales and distribution. Zorlu Enerji took decisive steps in line with its strategy to reduce its carbon footprint and raise value by focusing its portfolio on renewable energy sources, marking an exit from natural gas distribution through the divestiture of its companies operating in this field. In the area of electric vehicle charging infrastructure, the Company expanded via its ZES and Electrip brands, both operating under Electrip Global Ltd., a joint venture between Zorlu Enerji and Wren House. A strategic agreement with Hubject, the world's largest e-roaming platform for EV-charging networks, enabled Zorlu Enerji's stations to become part of the European roaming network. As a result, nearly 5,000 ZES EV sockets in Türkiye, along with Electrip EV stations in Bulgaria, Croatia, France, Greece, Italy, Montenegro, and Poland, were integrated with hundreds of e-mobility service providers across Europe. Further strengthening its focus on renewable energy, Zorlu Enerji—Türkiye's leading geothermal energy producer—progressed toward its goal of increasing its current 305 MW geothermal capacity to 500 MW alongside investing in advanced engineering technologies to boost efficiency across its plants. In 2024, Zorlu Enerji took a strategic step by signing a cooperation agreement with Harbin Electric International, one of China's leading engineering and energy companies, to enhance the performance and reliability of the Company's geothermal projects. Zorlu Enerji also expanded its solar energy solutions by means of solar power plant projects, rooftop systems, and the ZES Solar brand, while scaling up domestic production capacity to deliver energy solutions to global markets. In 2024, the Company sold 200 MW of solar panels and 233 MW of inverters, making a significant contribution to reducing greenhouse gas emissions. To strengthen energy supply security and reduce reliance on fossil fuels, the Company continued its investments in 2024 in renewable energy with storage; it completed the pre-license process for two wind power plant projects with integrated storage, totaling 375 MW in Tekirdağ and Kırklareli, while at the same time, working to expand its portfolio with an additional 104 MW capacity through hybrid power plant projects. Zorlu Enerji's net-zero carbon targets for 2030 and 2040 were officially validated by the Science Based Targets initiative (SBTi), underscoring the Company's commitment to a sustainable energy future.

CEO'S ASSESSMENT

“THROUGH PROJECTS AND PARTNERSHIPS, WE FURTHER EXPANDED OUR POSITIVE IMPACT ON SOCIETY.”

In 2024, we continued to expand our social impact by focusing on an inclusive value chain, the future of work, and employee satisfaction. We also remain committed to our goal of allocating 1% of our annual EBITDA to projects aligned with the United Nations Sustainable Development Goals, realizing impactful initiatives and collaborations throughout the year.

Operating across five core sectors, our Group companies not only contributed to a more sustainable way of life through their activities but also delivered long-term value for Zorlu Group.

In 2024, our Textile Group delivered a successful year of operations, achieving sustainable growth through its leading companies Korteks, one of Europe's largest integrated polyester yarn manufacturers, and Zorluteks, a European leader in home textiles. Korteks fortified its position through its high production capacity, advanced technology, product quality, and diverse portfolio. Additionally, Korteks raised its added value by leveraging its capabilities in technical textiles and circular production. Environmentally conscious yarns such as TAÇ REBORN®, produced from recycled polyester yarns; Dope-Dyed, which significantly reduces water and chemical usage through an eco-friendly dyeing process; and TAÇ BIOLOOP®, developed with biodegradable additives to help reduce microplastic pollution, made Korteks one of the most preferred brands in Türkiye and abroad. In 2024, Korteks further advanced sustainable textile innovation by coloring recycled yarns—produced from production waste at its Polymer Recycling Facility where RPET chips (the primary raw material for polyester) are generated—using dope-dyed technology, thus enabling the development of waterless, colored fabrics and setting another stellar example in eco-conscious manufacturing. Zorluteks, Türkiye's leading home textile manufacturer, continued to bring quality into millions of homes with diverse product offerings. In 2024, Zorluteks progressed in its strategy towards becoming a lifestyle brand by way of an expanded retail presence and strengthened B2C capabilities. The Company also diversified its revenue streams by reaching new customer segments via licensing agreements. Adhering to its pioneering role in home textiles, Zorluteks invested in smart and technical textile R&D and expanded its capabilities in areas such as reinforced fabrics for conveyor systems, filter fabrics for the white goods sector, functional workwear with flame-retardant and anti-static properties, illuminated display fabrics for the advertising industry, and technical textile applications such as tents, awnings, and sleeping bags. Upholding its identity as a sustainable textile producer, Zorluteks continued to obtain critical certifications aligned with the EU Green Deal, further securing its position in the European market.

In 2024, the Mining Group continued to represent the next generation of sustainable mining at our Meta Nikel Kobalt facility in Gördes, Manisa. The facility processes ore extracted from surface deposits in a closed-

loop system with minimal environmental impact. While developing high value-added forms of nickel and cobalt, Meta Nikel Kobalt also ramped up its focus on rare earth elements to unlock the potential in this strategic area. Although shifts in global supply-demand dynamics led to a decline in nickel prices in 2024, forcing many producers worldwide to suspend operations, looking ahead, we anticipate a gradual increase in demand for nickel, driven by its growing use in batteries and energy storage systems. With this forward-looking perspective, Meta Nikel remained focused on the future and, in 2024 alone, produced 8,462 tons of nickel metal equivalent in concentrate form. Over the last eight years, the Company has exported a total of 44,635 tons, making it a leading exporter of value-added products in its field. Meta Nikel's continued investments throughout 2024 in environmental technologies at its Gördes facility also secured the Company's place among the top 10 production sites worldwide in its category.

In 2024, our Real Estate Group continued to generate value by offering smart and sustainable living spaces. Zorlu Center, which has hosted over 130 million guests to date and earned more than 100 awards, maintained its trendsetting position in the industry through its innovative approach. With the implementation of smart management systems, Zorlu Center focused on lowering carbon emissions through initiatives such as reduced water and energy consumption, along with 100% renewable energy usage, EV charging stations, and electric taxi services. It also remained committed to zero-waste practices and emphasized the importance of high-quality living through awareness-building events. Zorlu PSM, the Group's flagship venue for culture and arts, remained a focal point for art lovers by hosting world-renowned musicians and performers. By producing its own shows and training future talent through PSM Atölye, Zorlu PSM contributed to the sustainability and future of theater in Türkiye. Zorlu Real Estate also maintained its leadership in green transformation through Levent 199, one of the most valuable assets in its portfolio. The Company continued to be exemplary in the sector with Levent 199, one of the standout assets in its portfolio and a LEED Gold-certified property, by implementing innovative practices that position it as a key player in advancing green transformation across work and living spaces.



Expanding our social impact through pioneering, innovative projects and partnerships

At Zorlu Holding, we embrace a human-centered ecosystem approach and are committed to addressing stakeholder priorities across our entire value chain. In 2024, we continued to expand our social impact by focusing on an inclusive value chain, the future of work, and employee satisfaction. We also remained committed to our goal of allocating 1% of our annual EBITDA to projects aligned with the United Nations Sustainable Development Goals, realizing impactful initiatives and collaborations throughout the year. Our social investments primarily focused on quality education, arts and culture, diversity and inclusion, social innovation, biodiversity, and climate action.

We diversified our training efforts in 2024 to support the development of our people, the architects of all our processes and our most valuable institutional advocates. As part of this effort, we provided platforms like our in-house learning hub, Zorlu Academy, to foster a culture of continuous learning among our employees. Under the Zorlu Academy umbrella, we reinforced this culture by means of comprehensive programs such as the Leadership Academy, Management Academy, and Technology Academy. Looking ahead, we plan to further expand Zorlu Academy's offerings with new training modules designed to elevate technological literacy and raise awareness around emerging technologies. To ensure all our employees contribute to and gain awareness of our sustainability-focused efforts, we offered the Smart Life Academy training program in collaboration with BÜYEM—the program has already reached nearly 1,500 Zorlu Group employees. Our corporate volunteering program, Kivılcıklar Hareketi (Sparks Movement), marked its sixth year in 2024. Empowered by the creative ideas, dedication, and passion of more than 3,400 volunteers, we partnered with 15 NGOs to reach 17,300 volunteer hours, focusing particularly on environmental initiatives and reducing inequalities.

In 2024, we also continued to support quality education through the Mehmet Zorlu Foundation. Our flagship MZV-MEF YetGen 21st Century Skills Education Program, designed to equip young people with key 21st century competencies for their personal and

professional growth, has now reached nearly 13,000 students. We remained a key partner in the Zorlu-MEF YetGen Teacher Training Program—launched in 2022 to help educators who prepare the youth for the future—better guide and support their students. To date, 1,789 teachers and teacher candidates have participated in this program, which recently completed its third term.

As a founding partner of the social innovation platform imece, we launched a pioneering program aimed at increasing the number of sustainability-focused companies in Türkiye and connecting local impact-driven ventures with internationally recognized certifications to boost their global visibility. Designed by partners from diverse disciplines who bring together their unique strengths, the B Corp Bootcamp was positioned as a guiding program for ventures aiming to align their operations with ESG (Environmental, Social, and Governance) principles. The program welcomed eight impact-focused startups.

We remain committed to advancing sustainable value creation throughout 2025

As artificial intelligence continues to evolve, business models are being reshaped, and global trade is undergoing a transformation under the influence of emerging economic and political blocs. Geopolitical developments will remain a persistent risk factor. Among the key issues shaping the global economy will be the impact of new tariffs implemented by the USA. For countries and companies accustomed to operating within a globally integrated economy, adapting to a multipolar world order will be crucial, necessitating innovative approaches across production, supply chains, and export markets. We are entering a period where reciprocal tariffs are expected to strain the global economy. A key issue to monitor will be how this process affects progress toward various sustainability goals, particularly carbon emission reduction, in Europe and other regions around the world. Domestically, despite gradual interest rate cuts, tight monetary policies are expected to continue and will remain a key determinant of economic growth. Although Türkiye may not be directly impacted, the ripple effects of global tariff changes could influence both our export markets and domestic economy, making it a critical area to watch in terms of overall economic activity.

Anticipating highly volatile social and economic conditions both globally and locally in 2025, we at Zorlu Holding will focus on managing our processes with agility and flexibility through effective corporate risk management. Our long-standing investments in digitalization will remain a core strength, making us more resilient and productive than ever in 2025. In line with our Smart Life 2030 strategy, we will continue to drive innovation that fosters a smart and sustainable way of living, enhancing the efficiency and financial performance of our operations while deepening our commitment to long-term value-creating projects. Empowered by the strength and commitment of our employees and stakeholders, our top priority will be to maximize the positive impact we generate for the world. Under the leadership of our restructured Technology and Digital Business Development Group, we will develop strategies to enhance the synergy between AI and people, scaling the value we create through regenerative business models. Through human-centered ecosystem initiatives, we aim to broaden the social impact of our community investments. At the same time, we will accelerate our compliance efforts within the framework of the EU Green Deal, strengthening our competitiveness in the evolving global economic order and moving with determination toward becoming one of the world's leading business groups.

I would like to extend my sincere thanks to all our stakeholders—first and foremost the valued employees, shareholders, customers, suppliers, dealers, and business partners of the Zorlu Group—who have collectively worked to create sustainable value to date. It is with great pleasure that I affirm our commitment to continuing this journey together in the years ahead, working toward our shared goals, producing together, and striving to do what is good for the world.

Sincerely,

Ömer Yüngül
CEO

SENIOR MANAGEMENT



Ömer Yüngül
CEO

Born in Izmir in 1955, Ömer Yüngül obtained his Bachelor's Degree in mechanical engineering at Boğaziçi University in 1978. Yüngül started his career at Tekfen İnşaat and went on to hold various managerial positions at Metaş, Faz Elektrik, and Merloni Elettrodomestici. Having joined Zorlu Holding as the General Manager of Vestel Beyaz Eşya in 1997, Yüngül became Chair of the Vestel Executive Board in 2000. After 15 years in this position, Mr. Yüngül was appointed CEO of Zorlu Holding in 2013. After 11 years, he retired in June 2024. In March 2025, Mr. Yüngül was reappointed as CEO of Zorlu Holding, a position he assumed in 2022. Ömer Yüngül speaks fluent English and Italian and is married with one child.



Ergün Güler
CEO, Vestel Group

Ergün Güler, who holds a bachelor's degree in business administration from Dokuz Eylül University and an MBA from Bilkent University, started his career at Vestel in 1999 as a Finance Specialist and served as Deputy General Manager in charge of Financial Affairs and Treasury at Vestel Group of Companies between 2006 and 2012. Güler was appointed as Corporate Risk and Treasury Coordinator at Zorlu Holding in May 2012 and served as General Manager in charge of Domestic Sales and Marketing at Vestel Ticaret A.Ş. between October 2012 and September 2023. Ergün Güler, who was appointed as the CEO of Vestel Group in September 2023, attended Stanford University's Stanford Lead program.



Elif Yener
CEO, Zorlu Energy Group

Elif Yener graduated from Boğaziçi University, Department of Industrial Engineering in 2004. Ms. Yener worked in project finance at Denizbank between 2004 and 2010, after which she attended the MBA program at Columbia University in the USA and graduated in 2011. Ms. Yener joined Zorlu Holding in the same year and has served as Strategy and Business Development Manager since 2012. In 2014, she transferred to Zorlu Energy Group and served as Finance Group Manager and Finance Director, respectively, and was appointed as Finance General Manager on July 1, 2019. As of January 1, 2025, Yener, who continues her career as Zorlu Energy Group Sector Head, is a member of Integrated Reporting Türkiye Network (ERTA), Sabancı University Istanbul International Energy and Climate Center (IICEC) and Business Council for Sustainable Development (SKD Türkiye), and a signatory of the CFO Principles for Integrated SDG Investments and Financing published by the CFO Coalition under the UN Global Compact.



Necat Altın
CEO, Zorlu Textile Group

Born in Bursa in 1966, Necat Altın graduated from Uludağ University Department of Textile Engineering in 1987. After starting his career at Korteks Mensucat Sanayi ve Ticaret A.Ş., a Zorlu Holding company, in 1992, Altın assumed the critical role of coordinating the investment process for the integrated polyester yarn manufacturing facility between 1995 and 1998 and contributed to the successful completion of the investment in record time. Necat Altın served as Deputy General Manager in charge of production at Korteks A.Ş. from 1999 to 2004 before being appointed as General Manager in 2004. Having held the position of Deputy CEO of Zorlu Holding Textile Group since 2016 in addition to his position as General Manager, Altın was named CEO of the Textile Group on January 1, 2018.

Having served as a Board member at several NGOs including Synthetic Yarn Manufacturers' Association of Türkiye and BOSİAD, Altın has been the Board Chair of European Man-Made Fibres Association, one of the world's leading man-made and synthetic yarn platforms, since November 2017. Necat Altın, who speaks English fluently, is married and has two children.



Erdal Haspolat
CEO, Mining Group

After graduating in 1992 from the Department of Mechanical Engineering at Middle East Technical University, Erdal Haspolat started his career at Vestel in 1998 as a Design Engineer and served as the manager of the Refrigerator Factory Installation Project, Vestel Beyaz Eşya's first investment, until 2002. After serving as R&D Manager during the establishment of the Washing Machine Plant between 2002 and 2005, he was appointed Assistant General Manager in charge of the Dishwasher Plant established within Vestel Beyaz Eşya in 2005. In 2013, Mr. Haspolat assumed the position of Assistant General Manager in charge of Refrigerator Plants and managed the Refrigerator Plants between 2013 and 2015. Mr. Haspolat served as the General Manager of Vestel Beyaz Eşya between 2015 and 2023 and assumed the position of President of the Mining Group in October 2024.



İlker Özcan
Zorlu Center General Manager

İlker Özcan received his bachelor's degree in Civil Engineering from Istanbul Technical University in 2000 and his master's degree in Industrial Engineering from Leuven University in Belgium. Mr. Özcan served as Regional Manager at Gondola Holding between 2004-2009, Operations Manager at Istanbul Doors Group between 2010-2012, Operations Director at Dream Group between 2012-2015, General Manager at Meri's Group between 2015-2017, and General Manager at Zorlu Yapı Yatırım A.Ş. Gourmet Branch, a Zorlu Group company, between 2018-2022. İlker Özcan has been appointed as Zorlu Center General Manager as of June 1, 2022. Özcan is married and has one child.

SENIOR MANAGEMENT



Necmi Kavuştur
Chief Human Resources Officer

Born in Kilis on 1956, Necmi Kavuştur graduated from İstanbul Boys' High School followed by Ankara University, Faculty of Political Science. Mr. Kavuştur began his career as an expert at Türkiye İş Bankası in 1979 and became the Deputy General Manager of Interbank in 1985. Pioneering various projects at Interbank such as the "Management Trainee" program, open performance systems and overall quality management, Kavuştur was appointed as the Deputy General Manager in charge of Management Services at DenizBank, a title he held between 1997 and 2003. During this period, Kavuştur also managed the advertisement, public relations, construction and purchasing departments of DenizBank. Since 2003, Kavuştur has been the Chief Human Resources Officer of Zorlu Holding. He is also an Executive Committee Member at Vestel Group of Companies and a Board Member at Zorlu Gayrimenkul. Necmi Kavuştur is married and has one child.



Burak İ. Okay
Chief Legal Officer

Born in Ankara in 1967, Burak Okay completed his secondary and high school education at TED Ankara College and graduated from the Faculty of Law at Ankara University in 1990. After completing the International Law Program at New York University, he started his career as an Attorney in the Department of Legal Advisory at İşbank. He later worked at Garanti Bank as an Assistant Legal Advisor, at MNG Bank as a Legal Advisor and at Nortel Networks Netaş as the Legal Affairs Director before joining Bener Law Office as a Partner. He joined Zorlu Group in 2006 and played an active role in the structuring of the Legal Department which serves all Zorlu Group companies. Burak İ. Okay is married and has two children.



Burak Aydın
Head of Technology and Digital Business Development Group

Born in 1975 in Ankara, Burak Aydın graduated from METU Department of Mechanical Engineering in 1997 and received his master's degree from METU Department of Business Administration in 1999. After working as a consultant in various projects in Accenture Germany and Austria offices, he worked as Strategic Planning Consultant and Manager at Siemens Business Services in Türkiye. Between 2006-2017, he served in various positions within Intel Türkiye, most recently as General Manager. Mr. Aydın served as General Manager at Silver Spring Networks between 2017-2018 and at SabancıDx between 2018-2021. Prior to joining Zorlu Holding, Mr. Aydın was the country leader at Amazon Web Services as the General Manager of Türkiye, where he joined as of 2021. As of December 2024, Burak Aydın joined Zorlu Holding.



Alp Dayı
Head of Financial Affairs Group

Alp Dayı graduated from the Department of Industrial Engineering at Dokuz Eylül University in 1985 and received a degree in Finance from the University of California, UC Berkeley in 2006. Since 1987, Mr. Alp Dayı has worked as a senior executive in charge of financial affairs at various industrial companies and joined Vestel Group of Companies in 1999. In 2012, he assumed the position of CFO of Vestel Group of Companies, responsible for Vestel's domestic and foreign subsidiaries. Alp Dayı has been serving as Zorlu Holding's Head of Financial Affairs Group since March 2024.



Billur Demet Atan
Chief Audit Officer

Billur Demet Atan obtained her Bachelor's degree in Business Administration in 1986 and her Master's degree in International Management in 1988, both from İstanbul University. She started serving as an independent auditor at Ernst&Young. Between 1995 and 1996, she worked in the Chicago (USA) office of Ernst&Young and was named audit partner in 1998. From 2000 to 2012, she also served as the Independent Audit Leader of Türkiye at Ernst&Young. Billur Demet Atan joined Zorlu Holding in 2013. Between 2013 and 2021, Mr. Atan served as Zorlu Holding's General Manager of Audit, focusing on internal audit, tax audit and financial audit. As of June 1, 2022, Mr. Atan has been serving as Zorlu Holding Audit Group President. Mr. Atan is a member of the Expert Accountants' Association of Türkiye, the İstanbul Chamber of Certified Public Accountants and The Institute of Internal Auditing - Türkiye.



Burak Koçer
General Secretary

After graduating from İstanbul High School for Boys in 1994 and İstanbul University Faculty of Business Administration in 1998, Dr. Burak Koçer completed his master's degree at Ball State University Miller College of Business MBA program in 2000. He received his PhD degree from İstanbul University, Institute of Social Sciences in 2005 with his dissertation on the Structure and Functions of the Board of Directors of ISE Listed Companies. Following his academic career, Koçer worked as a manager in law firm and financial investments, and in 2013 he joined the US-based Aspen Family Business Group, a group of experts in corporate governance in family businesses.

Between 2015 and 2020, he served as the Local Corporate Governance Expert in the Nestor Advisors-led consortium established by the European Bank for Reconstruction and Development ("EBRD") and the Capital Markets Board ("CMB") to develop a corporate governance compliance reporting framework for listed companies. Between 2012 and 2018, he served as an Independent Member on the Boards of Directors of Bosch Fren Sistemleri A.Ş. and Federal-Mogul İzmit Piston and Pin Production Facilities A.Ş. After serving as an Independent Board Member at Alarko Holding A.Ş. between July 2020 and November 2022 and as President Office Director and Vice Chairman of the Board of Directors at Özgörkey Holding A.Ş. between 2018 and 2022, he joined Zorlu Group as General Secretary of Zorlu Holding in September 2022.

He continues his civil society activities as a Board Member of the Corporate Governance Association of Türkiye. Mr. Koçer has authored several books and articles on corporate governance and holds the IFC Corporate Governance Trainer Certificate. He speaks German, English and Greek.



Arzu Pişkinöğlü
Internal Control and Corporate Risk Management General Manager

Arzu Pişkinöğlü graduated from Üsküdar American College and received her BA in Economics from Boğaziçi University. Later in her career, she completed the Business Leadership Program at Stanford University Graduate School of Business. Arzu Pişkinöğlü started her professional career as an independent auditor at Ernst&Young. Pişkinöğlü then worked as Quality Assurance Department manager at Citibank Retail Banking and was appointed as Manager at Ernst&Young's Consultancy Department. In this position, Pişkinöğlü provided consultancy services on internal control, process development, risk management, internal audit, harmonization and financial and operational transformation among others to domestic and foreign companies in various sectors, and later became Consultancy Department Partner in charge of Risk Services in 2007. Pişkinöğlü joined Zorlu Holding in 2016. Pişkinöğlü manages the Holding's activities on the subjects of internal control, corporate risk management, process risk management and process efficiency and effectiveness development. She holds various domestic and international certificates including Independent Accountant and Financial Advisor, Certified Internal Accountant (CIA), Certification in Risk Management Assurance (CRMA), Certified Internal Control Auditor (CICA).



Şahika Özcan Ortaç
Corporate Communications and Sustainability General Manager

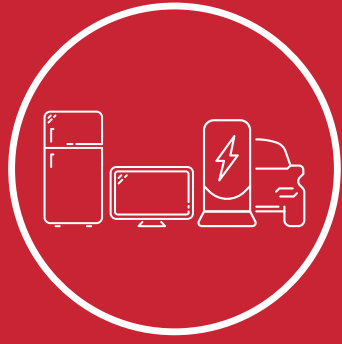
Şahika Özcan Ortaç completed her BA in Guidance and Psychological Counseling and MA in Public Relations at Marmara University. In 1998, she started working at A&B İletişim, where she held various positions before becoming Managing Partner between 2010 and 2015. Prior to her position at Zorlu Holding, Özcan Ortaç worked as Assistant General Manager of Corporate Communications at Zorlu Performance Arts Center between 2015 and 2017. Şahika Özcan Ortaç leads Zorlu Group's Corporate Communications, Brand Communications and Sustainability in the areas of reputation communications, Smart Life 2030 sustainability approach, social benefit projects, employee brand-oriented projects, quality education efforts under Mehmet Zorlu Foundation and brand communications. She is also a member of the Board of Directors of imece, of which Zorlu Holding is a founding partner, and a member of the Executive Board of the Mehmet Zorlu Foundation.

2024

ACTIVITIES

- 42 Consumer Electronics, White Goods and Mobility
- 70 Energy
- 100 Textile
- 130 Mining - Metallurgy
- 138 Real Estate
- 150 Other Areas of Activity
- 152 Human Resources
- 162 Mehmet Zorlu Foundation

Zorlu Holding continues its operations by focusing on enhancing the value of its brand, which represents quality, trust and reputation, and creating sustainable value for all its stakeholders.



CONSUMER ELECTRONICS, WHITE GOODS AND MOBILITY

In 2024, Vestel continued to pursue its product development initiatives targeting non-European markets in line with its market diversification and sustainable growth strategy.

CONSUMER ELECTRONICS, WHITE GOODS AND MOBILITY

SHAREHOLDING STRUCTURE

VESTEL BEYAZ EŞYA' SHAREHOLDING STRUCTURE

Shareholders	Nominal Value of Shares (TRY)	Share in Capital (%)
Vestel Elektronik Sanayi ve Ticaret A.Ş.*	1,237,302,236	77.33
Other Shareholders (Free Float)	362,697,764	22.67
Total	1,600,000,000	100.00

* "Vestel Elektronik" or "Vestel" or "Vestel Group of Companies"

SHAREHOLDING STRUCTURE OF VESTEL ELEKTRONİK

Shareholder's Business Name/Name & Surname	Nominal Share Amount (TRY)	Share in Capital (%)
Zorlu Holding A.Ş.	177,018,793	52.77
Other Shareholders (Free Float)	158,437,482	47.23
Total	335,456,275	100.00

Vestel Elektronik's issued capital is TRY 335,456,275.00, consisting of 33,545,627,500 shares, each with a nominal value of 1 kuruş. The Company does not have any privileged shares in its capital.

In 2024, through private placements to institutional investors on Borsa İstanbul, Zorlu Holding A.Ş.'s stake in the Company fell from 55.69% to 52.77%.

CONSUMER ELECTRONICS, WHITE GOODS AND MOBILITY

VESTEL GROUP OF COMPANIES’ FINANCIAL RESULTS FOR 2024

Vestel Beyaz Eşya

Summary Income Statement (TRY Million)	2023	2024
Net Sales Revenues	88,172	75,327
Export Ratio	70%	68%
Gross Profit	14,402	7,908
Gross Profit Margin	16.3%	10.5%
Operating Profit*	8,577	2,735
Operating Profit Margin	9.7%	3.6%
EBITDA*	11,400	5,784
EBITDA Margin	12.9%	7.7%
Net Profit	6,821	266
Net Profit Margin	7.7%	0.4%

*Excludes other income and expenses from operating activities.

Summary Balance Sheet (TRY Million)	2023	2024
Cash and Cash Equivalents	1,053	1,092
Trade Receivables	20,057	14,550
Inventories	10,446	9,855
Current Assets	38,254	31,413
Fixed Assets	31,158	36,159
Total Fixed Assets	35,255	40,159
Short-Term Liabilities	36,400	32,100
Long-Term Liabilities	5,938	5,627
Equity	31,171	33,845
Net Financial Debt*	5,572	10,400

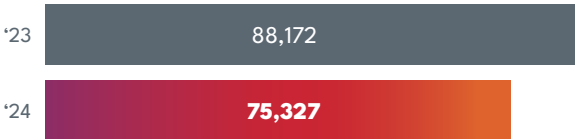
*Other financial liabilities and blocked deposits are not included in the calculations.

Summary Cash Flow Statement (TRY Million)	2023	2024
Net Cash Flows from Operating Activities	5,641	7,741
Net Cash Flows from Investment Activities	-2,733	-4,495
Net Cash Flows from Financing Activities	-2,744	-2,884

The Company prepared its financial statements for December 31, 2023, and the year ending on that date by applying the TAS 29 “Financial Reporting in Hyperinflationary Economies” Standard, based on the announcement made by the POA on November 23, 2023, and the published “Implementation Guide on Financial Reporting in Hyperinflationary Economies.” According to this standard, financial statements prepared based on the currency of a hyperinflationary economy should be prepared in the purchasing power of this currency at the balance sheet date, and previous period financial statements are also expressed in terms of the current measurement unit at the end of the reporting period for comparison purposes. For this reason, the Company has also presented its financial statements dated December 31, 2023, according to the purchasing power parity as of December 31, 2024.

NET SALES (TRY MILLION)

In 2024, inflation-adjusted sales revenues were realized as TRY 75 billion.



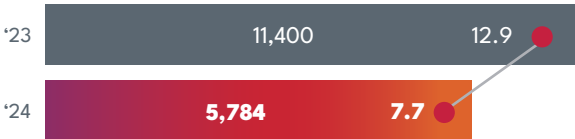
GROSS PROFIT MARGIN (%)

Due to rising personnel and raw material costs, the gross profit margin declined from 16.3% to 10.5%.



EBITDA* AND EBITDA MARGIN (TRY MILLION), (%)

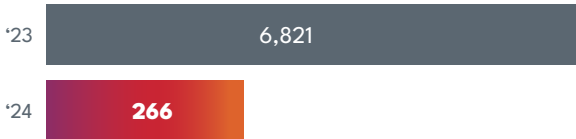
EBITDA stood at TRY 5.8 billion, while EBITDA margin corresponded to 7.7%.



*Excludes other real operating income and expenses.

NET PROFIT (TRY MILLION)

Net profit amounted to TRY 266 million.



OTHER

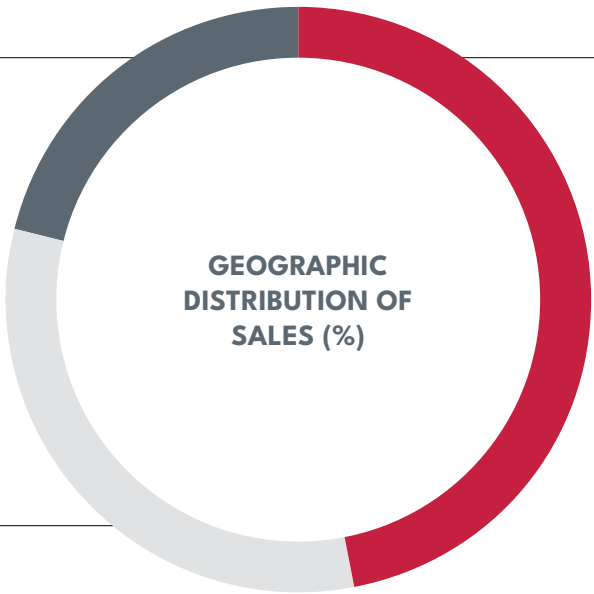
21%

EUROPE

47%

TÜRKİYE

32%



CONSUMER ELECTRONICS, WHITE GOODS AND MOBILITY

Vestel Elektronik

Summary Income Statement (TRY Million)	2023	2024
Net Sales Revenues	162,016	142,736
Export Ratio	63%	59%
Gross Profit	36,055	29,809
Gross Profit Margin	22.3%	20.9%
Operating Profit*	8,808	3,535
Operating Profit Margin	5.4%	2.5%
EBITDA*	15,024	8,598
EBITDA Margin	9.3%	6.0%
Net Profit	3,366	-10,847
Net Profit Margin	2.1%	-7.6%

*Excludes other real operating income and expenses.

Summary Balance Sheet (TRY Million)	2023	2024
Cash and Cash Equivalents	3,313	2,720
Trade Receivables	25,737	20,210
Inventories	33,945	27,467
Current Assets	69,453	55,939
Fixed Assets	50,015	56,602
Total Fixed Assets	111,281	118,555
Current Liabilities	112,814	95,900
Non-Current Liabilities	8,927	26,187
Equity	58,993	52,407
Net Financial Debt*	39,163	58,866

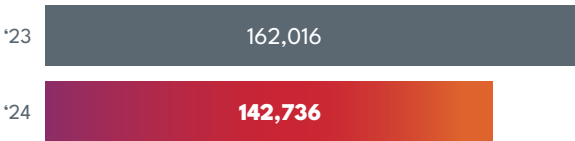
*Other financial liabilities and blocked deposits are not included in the calculations.

Summary Cash Flow Statement (TRY Million)	2023	2024
Net Cash Flows from Operating Activities	10,195	-3,461
Net Cash Flows from Investment Activities	-11,125	-11,207
Net Cash Flows from Financing Activities	2,002	15,093

The Company prepared its financial statements for December 31, 2023, and the year ending on that date by applying the TAS 29 “Financial Reporting in Hyperinflationary Economies” Standard, based on the announcement made by the POA on November 23, 2023, and the published “Implementation Guide on Financial Reporting in Hyperinflationary Economies.” According to this standard, financial statements prepared based on the currency of a hyperinflationary economy should be prepared in the purchasing power of this currency at the balance sheet date, and previous period financial statements are also expressed in terms of the current measurement unit at the end of the reporting period for comparison purposes. For this reason, the Company has also presented its financial statements dated December 31, 2023, according to the purchasing power parity as of December 31, 2024.

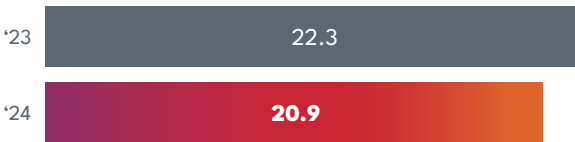
NET SALES (TRY MILLION)

In 2024, inflation-adjusted consolidated sales revenue amounted to TRY 142.7 billion.



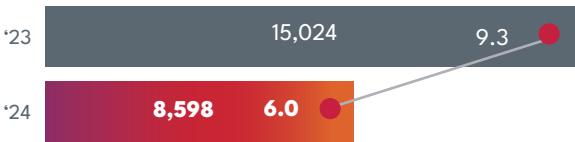
GROSS PROFIT MARGIN (%)

Gross profit margin fell to 20.9% from 22.3% owing to higher staff costs.



EBITDA* AND EBITDA MARGIN (TRY MILLION) (%)

While EBITDA amounted to TRY 8.6 billion, EBITDA margin stood at 6.0%.



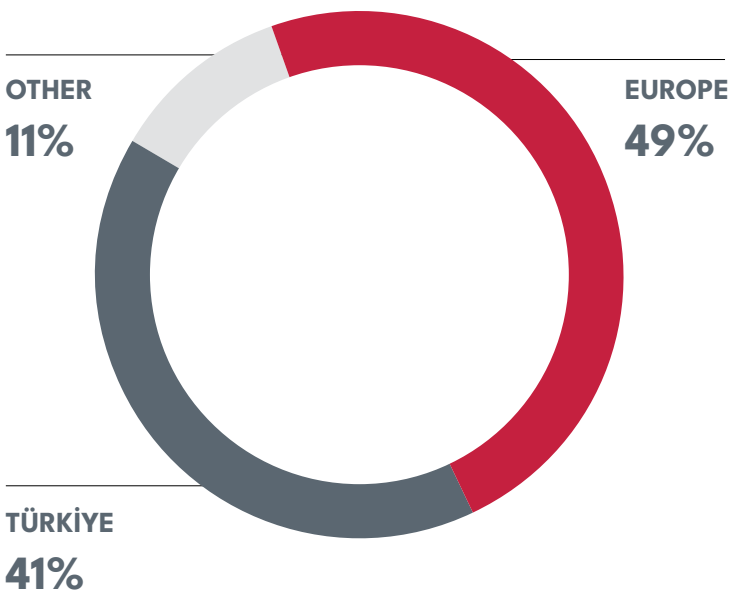
*Excludes other real operating income and expenses.

NET PROFIT (TRY MILLION)

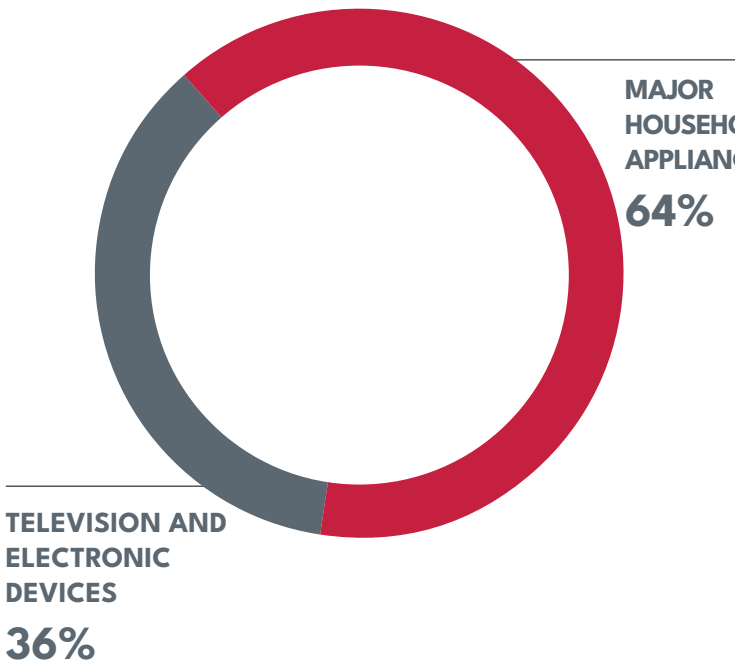
Due to challenging market conditions in 2024 the net loss amounted to TRY 10.8 billion.



GEOGRAPHIC DISTRIBUTION OF SALES (%)



DISTRIBUTION OF SALES BY SEGMENT (%)



CONSUMER ELECTRONICS, WHITE GOODS AND MOBILITY

THE HIGHEST DOMESTIC MARKET SALES VOLUME OF THE PAST FIVE YEARS ACHIEVED IN THE TURKISH WHITE GOODS SECTOR.

According to data from the Turkish White Goods Manufacturers' Association (TÜRKBEŞD), domestic sales in six main product categories rose by 7% in 2024, reaching 10,175,519 units—marking the highest domestic market sales volume recorded in the past five years.

THE CONSUMER ELECTRONICS AND WHITE GOODS SECTOR IN TÜRKİYE AND THE WORLD IN 2024



7%

Türkiye's share in global white goods production

The year 2024 was marked by dynamic and multifaceted developments across the global white goods and consumer electronics industries. Mounting economic uncertainties, persistent inflationary pressures, and shifting consumer trends worldwide compelled industry players to make critical decisions both operationally and strategically. While digitalization and technological advancements continued to shape the industry's trajectory, geopolitical risks, rising energy costs, and disruptions in supply chains significantly altered the balance in global markets.

As of 2023, the global white goods market is estimated to be valued at USD 758.78 billion, with a strong growth potential projected over the next decade. The market is expected to reach USD 1,658.82 billion by 2033, reflecting a robust compound annual growth rate (CAGR) of 8.14%. This impressive growth trend is largely driven by macroeconomic factors such as rising populations, increasing urbanization, and improving living standards—particularly in the Asia-Pacific region.

At the same time, the rapid adoption of smart home technologies, growing demand for internet-connected appliances, and the increasing prominence of energy-efficient products have significantly expanded product diversity and accelerated the pace of innovation across the industry. As consumers seek more connected, customizable, and sustainable solutions, manufacturers have been prompted to ramp up their R&D investments and accelerate their digital transformation initiatives.

Türkiye holds a strategic position on the global stage in both white goods manufacturing and exports. According to data from the Turkish White Goods Manufacturers' Association (TÜRKBEŞD), domestic sales in six main product categories rose by 7% in 2024, reaching 10,175,519 units—marking the highest domestic market sales volume recorded in the past five years. This robust domestic demand was driven by rising consumer confidence, increasing replacement purchases, and a revival in the housing sector.



On the export side, however, a 3% decline was recorded, largely attributed to a contraction in global demand and a slowdown in the European market. As a result, total sales dropped by 0.4%, falling to 32,594,720 units. This decline in exports also impacted production figures, with total output decreasing by 2% over the course of the year. December was particularly telling, as domestic sales dipped by 1%, while exports saw a more pronounced 11% decrease.

Türkiye accounts for 7% of global white goods production, ranking first in Europe and second globally after China. The sector plays a vital role in the national economy, providing direct employment for 60,000 people and indirect employment for around 600,000. In this context, diversifying export markets, enhancing competitive capacity, and accelerating investments in digital transformation are critical to ensuring the sector's sustainable growth.

The global consumer electronics market reached approximately USD 1.8 trillion in 2024. However, reports published by NIQ-GfK indicate that the sector's overall revenues are expected to decline compared to the previous year. While demand for larger screen televisions has increased, the market's broader dynamics have yet to achieve full recovery.

Despite this, notable growth has been observed in certain sub-segments. Consumer interest has risen particularly in areas such as wireless headphones, wearable technologies, and home automation systems. The integration of artificial intelligence (AI)-based technologies into devices is driving a transformative shift in both product functionality and user experience.

For instance, IDC forecasts a staggering 344% increase in shipments of AI-enabled smartphones in 2024. This development is reshaping not only the mobile device market but also areas such as data security, personalized content, and service design based on user behavior.

Overall, 2024 proved to be a year of both significant opportunities and substantial challenges for the white goods and consumer electronics sectors. The widespread adoption of digital and smart technologies emerged as a key driver of sectoral growth, while economic fragilities, cost pressures, and cautious consumer spending posed notable hurdles to market stability.

In Türkiye specifically, while growth in the domestic market painted a positive picture, volatility in export markets made it more difficult for the industry to maintain a steady and balanced growth trajectory. In this landscape, it is crucial for companies operating in the sector to prioritize innovation, digitalization, cost management, and customer-centric strategies to secure a long-term competitive edge.

CONSUMER ELECTRONICS, WHITE GOODS AND MOBILITY

IN 2024, TÜRKİYE'S WHITE GOODS EXPORTS REACHED 22.4 MILLION UNITS.

According to data from the Turkish White Goods Manufacturers' Association (TÜRKBEŞD), Türkiye's white goods exports decreased by 3% in 2024 compared to the previous year, despite rising demand in international markets, totaling 22.4 million units.

VESTEL GROUP OF COMPANIES' OPERATIONS IN 2024

In 2024, Vestel continued to pursue its product development initiatives targeting non-European markets in line with its market diversification and sustainable growth strategy. Within this framework, the Company delivered a notable growth performance in several regions, particularly in Africa and North America. However, macroeconomic volatility and geopolitical risks in certain key markets constrained the full realization of this growth potential.

According to data from the Turkish White Goods Manufacturers' Association (TÜRKBEŞD), Türkiye's white goods exports declined by 3% in 2024, totaling 22.4 million units. This contraction occurred despite increased international demand, largely due to persistent macroeconomic challenges.

Europe remains Vestel's primary export region. Based on data from GfK covering 24 European countries (EU24), the European white goods market shrank by 7% in 2023. However, in 2024, despite high interest rates, rising living costs, and ongoing geopolitical uncertainties, the market rebounded with a 2.4% growth rate. Among the five largest European markets (EU5), only France experienced negative growth (-0.4%), while markets such as the United Kingdom, Spain, and Italy achieved growth rates of around 4%.

On the domestic front, the Turkish white goods market expanded by 2% in 2024, driven in part by consumers bringing forward their purchasing decisions. According to TÜRKBEŞD data covering six main product categories, wholesale domestic sales increased by 6.7%, while sales of four primary products declined by 4.6%. GfK data shows that retail sales grew by approximately 11%. Vestel's domestic sales performance was in line with overall market trends.

PRODUCT DEVELOPMENT AND TECHNOLOGY INVESTMENTS

Throughout 2024, Vestel Beyaz Eşya steadily increased the share of smart and IoT-enabled products in its overall sales. During this period, the Company introduced several standout technologies and product innovations, including:

- **Cold Hygiene Program:** Ensures hygiene at low temperatures while delivering energy savings.
- **Rainfall Technology Washing Machine:** Delivers high efficiency with an A-65% energy rating.
- **Dryer with Multi-Inverter+ Technology:** Offers the highest energy efficiency on the market with an A+++ -20% energy rating.
- **Humidity-Controlled Refrigerators:** Maintains optimal humidity levels based on food type to preserve freshness.
- **Bio-Based Raw Materials:** Expands the use of eco-friendly materials in place of plastics.
- **Recyclable Packaging Components:** Packaging structures redesigned in alignment with sustainability targets.
- **Self Heating Technology Dishwasher:** Consumes 10% less energy than standard A-rated models.
- **Auto Clean Filter Technology:** Introduces a product family with automatic filter cleaning, enhancing the user experience.

Vestel aims to reach a wider range of customer segments by broadening its product portfolio across entry-level, mid-range, and premium categories. Its R&D investments are focused on developing environmentally friendly products that maximize energy and water efficiency.

Amid growing awareness of the environmental impact of plastic waste, Vestel is increasing the use of bioplastics and recyclable materials in its manufacturing and packaging processes. The Company plans to advance and expand this approach throughout 2025.

Under the capacity expansion program launched in 2021, the construction of a new dishwasher factory and the installation of its production lines were completed by the end of 2023. As of April 1, 2024, all lines— including those relocated from the previous facility—became fully operational. As a result, Vestel's white goods production capacity has risen by 29% compared to the end of 2020.

In 2025, Vestel Beyaz Eşya aims to scale up its presence in Asia, Africa, and the Americas through region-specific projects. By offering tailored solutions under both its own brands and those of its business partners, the Company seeks to maintain strong, sustainable growth in markets beyond Europe.

PRODUCTS AND SERVICES

Television

The year 2024 proved to be a challenging one for the television product group, marked by sluggish economic growth and persistently high inflation. While a rebound in LCD TV panel prices was anticipated in February, tensions between panel manufacturers and TV producers caused delays in the recovery process. Despite efforts by panel producers to maintain supply-demand balance during the first quarter, weakened end-user demand and intense price competition significantly undermined profitability.

As a result of these developments, LCD TV panel prices began to decline starting in July, although this downward trend began to taper off in the final quarter of the year. While shipments of small-screen TVs (32-43 inches) contracted, the large-screen segment (58 inches and above) continued to expand. In 2025, large-screen TV panel shipments are projected to reach 61 million units, accounting for 26% of total LCD panel shipments.

In response to a contracting market, Vestel has continued to diversify its TV platform partnerships to sharpen its competitive edge. Collaborations have been established with leading platforms such as Vidaa, Tivo, Android TV/Google TV, and Fire TV. Furthermore, a goodwill agreement has been signed for a 4.64% equity stake in the rapidly growing Vidaa platform, marking a strategic investment aimed at reinforcing the Company's competitive positioning.

Small Domestic Appliances

The Small Domestic Appliances and Vacuum Cleaner product categories continued to evolve in 2024 in line with consumer needs and expectations.

In the vacuum cleaner segment, alongside traditional bagged and bagless models, the product range was expanded to include cordless and robotic vacuum cleaners, aligning with emerging market trends. Additionally, the Company entered the wet-and-dry cordless vacuum market with a new model featuring dual functionality.



In electric kitchen appliances, innovative models were developed for products such as blenders, mixers, tea makers, and toasters. The Retro Series was also refreshed with a broader range of color options.

Vestel achieved a significant milestone in the coffee machine category by becoming the first domestic brand to receive the prestigious Golden Cup certification from the European Coffee Brewing Centre (ECBC). The certified Vestel Brew 50 model has since been added to the product lineup.

In 2024, major strides were made under branded growth strategies in Europe and other target markets. The Company has pursued global expansion through Vestel- and Sharp-branded products in EU5 countries—particularly Germany and the UK—along with Cylinda in Sweden and Vestfrost in Poland.

Digital Display Solutions

The year 2024 marked a period of robust growth for the Digital Display Solutions business segment. The largest volume of shipments was directed to the United States, followed by Germany, the United Kingdom, Japan, and India. Additionally, new markets including Estonia, Moldova, Sri Lanka, and North Macedonia received shipments for the first time.

In South America, deliveries to Panama, Colombia, Chile, and Uruguay were initiated through newly established partnerships, while strategic collaborations were formed with four new OEM brands.

The product portfolio was further expanded in 2024 with the introduction of storefront displays and a dynamic series of smart interactive boards. Competitive product transitions were successfully completed across all professional series, underscoring a broader strategic effort to strengthen the Company's global market position.

22.4

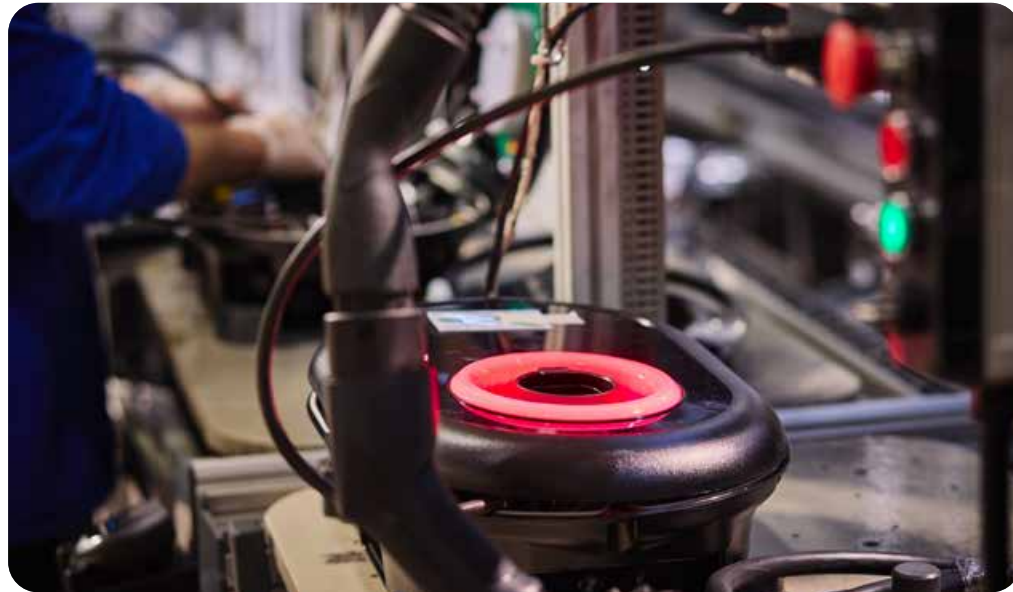
Million units

Türkiye's 2024 white goods export figure, according to TÜRKBEŞD

CONSUMER ELECTRONICS, WHITE GOODS AND MOBILITY

VESTEL DELIVERS DIGITAL SERVICES THROUGH CONTINUOUS INTERACTION WITH END USERS.

Through its “Vestel Smart Life” mobile app in Türkiye and “VeeZy” app in international markets, Vestel maintains continuous engagement with end users, offering a wide range of digital services.



Automotive Electronics

The automotive industry is undergoing a rapid transformation aligned with the “CASE” framework—Connected, Autonomous, Shared, and Electric. Technologies such as electronics, software, batteries, and display systems are becoming central to vehicle design. By 2030, electronic components are expected to account for more than 60% of the total cost of electric vehicles.

Recognizing this shift as a strategic opportunity, Vestel Mobility aims to reduce Türkiye’s reliance on foreign automotive technology while positioning itself as a trusted solutions partner for European OEMs. Offering cutting-edge infotainment systems, cockpit display solutions, and display control units, the Company boasts a broad portfolio of LCD and OLED displays ranging from 8 to 29 inches.

Key innovations designed to elevate driving safety include high-performance processors, Android Automotive and QNX operating systems, micro-LED technology, and AI-powered data processing solutions. Vestel Mobility develops its products in compliance with international standards such as functional safety, cybersecurity, ISO, and IATF, and employs ALM, PLM, AUTOSAR, and ASpice methodologies throughout its development processes.

In 2024, Vestel Mobility showcased its next-generation technologies at IFA and IAA Transportation Hannover, while improving brand visibility through “Technology Day” events held at the R&D centers of global OEMs. As of 2025, the Company continues its efforts to deepen strategic collaborations with international automotive manufacturers and suppliers.

Electric Vehicle Charging Solutions

Vestel remains at the forefront of the EV charging sector by closely tracking industry trends and market dynamics, continuously refreshing its product portfolio. With a diverse lineup of AC and DC chargers, the Company addresses the needs of both individual and commercial users.

As of 2024, Vestel continues mass production of its single-socket AC chargers—Rhea, Zenith, Libra, and Quatro—offering power ranges between 7.4 kW and 22 kW, as well as the dual-socket Rigel Dual and Gemini Dual series. The addition of the AC Quatro and AC Gemini Dual models has further expanded the product range for both residential and commercial applications. Development of next-generation versions of the Rhea, Zenith, and Libra series is ongoing, with a targeted launch in 2025.

To ensure compliance with international regulations, Vestel has introduced several technical enhancements:

- In the UK, chargers have been adapted to meet smart charging and cybersecurity standards.
- In France, the Company launched the first AC charger fully integrated with Linky meters, receiving Linky certification.
- In Germany, Eichrecht measurement certification has been obtained for all relevant models, including Gemini Dual.
- In the United States, UL certification has been secured, and product sales have commenced.

The user-friendly “Drive Green Next” mobile app has been integrated into Vestel’s “Smart Life” platform used in Türkiye, optimizing customer experience. Advanced smart features—such as intelligent load management, vehicle recognition, and vehicle-to-grid (V2G) energy transfer—have been incorporated into new-generation products in compliance with the ISO 15118 standard.



Vestel’s AC chargers are engineered to integrate with solar panel systems, enabling EV charging via renewable energy sources. These devices are fully compatible with electrical grid load management systems and are equipped with remote monitoring and control capabilities.

To meet growing demand for rapid charging, Vestel has expanded its DC portfolio beyond current devices, supporting up to 180 kW. A new generation of DC Sirius ultra-fast charging stations, offering configurations from 160 kW to 400 kW, has been developed. In 2025, the portfolio will further expand with the addition of satellite-style DC Stella chargers at 720 kW and 1,000 kW capacities, along with the compact, wall-mounted DC Vesper model rated at 40 kW.

Battery Solutions

Electric Bicycle Batteries

In line with its long-term growth objectives, Vestel continues to engage in project-based business development activities in the field of electric bicycle batteries. Working in close collaboration with bicycle manufacturers, the Company focuses on delivering high-quality, technologically advanced battery solutions designed to enhance the end-user experience.

Following the demand contraction that emerged post-pandemic, the market began to show signs of recovery in 2024, with stronger growth anticipated in 2025. In this context, Vestel has established strategic partnerships with leading e-bike brands and drive system manufacturers and was selected as the battery supplier for multiple projects in 2023 and 2024. Bicycles equipped with Vestel-developed batteries are expected to enter the European market in 2025, followed by expansion into North America in 2026.

In addition to custom designs, Vestel has begun supplying its proprietary rack-type battery products to various manufacturers across Türkiye and Europe.

Energy Storage Systems

The growing adoption of renewable energy sources, alongside increasing energy efficiency and sustainability goals, is driving demand for energy storage systems. Vestel aims to position itself as an early mover in this rapidly expanding sector and continues its R&D and business development efforts in energy storage solutions. The systems developed by the Company are designed to support grid infrastructure, enable renewable energy integration, and meet backup power needs.

Battery Systems for the Telecommunications Sector

In 2023, Vestel commenced mass production of dedicated battery solutions for telecom sector base stations. In 2024, the Company successfully completed technical approval processes through installations carried out with GSM operators in Türkiye, while pilot projects in Europe and Africa are currently undergoing validation.

The smart lithium-ion battery pack developed by Vestel engineers features fast-charging capabilities, reaching 80% capacity in just two hours. It also includes an integrated heating system that ensures functionality in low temperatures. Designed to work in tandem with existing gel batteries at base stations, this solution meets the evolving needs of the telecom industry. With the transition to 5G, demand for low-maintenance, long-life, and high-energy-density lithium-ion batteries is expected to increase significantly.

Smart Life Solutions

Through its “Vestel Smart Life” mobile app in Türkiye and “VeeZy” app in international markets, Vestel maintains continuous engagement with end users, offering a wide range of digital services. It provides digital channels for Electric Chargers with Drive Green and for Smart TVs with Smart Center.

Vestel offers users the ability to create custom automation scenarios within the IFTTT (If This Then That) ecosystem, integrating with over 700 services. This enables users to automate tasks such as running appliances during off-peak electricity hours or turning on a smart light when the washing machine cycle is complete.

One common challenge in smart living is the fragmentation caused by different brands offering separate apps. Vestel addresses this by partnering with the Home Connectivity Alliance (HCA), enabling seamless integration with Samsung devices and providing a unified control platform. Integration efforts with other HCA members are ongoing. Vestel is also an active participant in the Connectivity Standards Alliance (CSA) and the Matter Working Group, aiming to improve smart product compatibility and develop sustainable IoT-based solutions.

In a significant industry first, Vestel has integrated its proprietary IoT ecosystem with in-vehicle screens of Tagg automobiles, marking its initial collaboration in the automotive sector. This allows users to control Vestel smart devices directly from their car dashboards. The cloud-based infrastructure developed by Vestel enables the Company to offer similar digital solutions to its business partner automotive manufacturers. This groundbreaking project earned the “Best Cloud Project” award from Future of Consultancy in collaboration with CXO Media, standing out among over 200 submissions.

CONSUMER ELECTRONICS, WHITE GOODS AND MOBILITY

VESTEL RANKED AMONG THE TOP 3 MOST VALUABLE BRANDS IN TÜRKİYE IN 2024.

According to the international financial institution Brand Finance's 2024 list of most valuable brands, Vestel ranked in the top 3 with a brand value of USD 917 million. Maintaining its third-place ranking for two consecutive years, Vestel continues to sustain its high brand value and market position with remarkable consistency.

At The Hammers Awards 2024, Vestel Beyaz Eşya received two prestigious honors: the Best Team Supporting Qualified Educated Youth Award for its "DIY Workshops with Vestel" initiative and the Best Team in Animal Rights Award for its Walker Project for Disabled Animals.

Artificial Intelligence

Vestel approaches artificial intelligence as a product and a core element of its innovation strategy, seamlessly embedding advanced AI technologies into daily-use solutions to enhance user experiences. The Company's AI vision encompasses delivering AI as an end-to-end service—capable of understanding stakeholder needs intelligently, generating solutions, and creating measurable value. In this context, the focus areas have been identified as: developing decision support systems and conducting business management through AI-driven processes; creating AI-enhanced products; and becoming an active part of the AI ecosystem.

Among the implemented AI technologies are Vestel Assistant, Vşef, and Vasistan. Vestel Assistant stands out as an artificial intelligence technology designed to assist users in obtaining information about Vestel's products and services.



Vşef is an artificial intelligence technology that offers personalized recipes based on user preferences and works in integration with the Chef-Like Cooking technology, which delivers an AI-powered culinary experience through mobile applications. Vşef functions as a kitchen assistant that revolutionizes the way users discover recipes.

Vasistan is an artificial intelligence technology that provides information regarding product usage via mobile applications. Vasistan provides a seamless support experience, eliminating the need for users to consult manuals for assistance. Available 24/7, Vasistan ensures users can receive help with their products whenever they need it.

AWARDS AND ACHIEVEMENTS

Vestel: One of the Top 3 Most Valuable Brands in Türkiye

According to the international financial institution Brand Finance's 2024 list of most valuable brands, Vestel ranked in the top 3 with a brand value of USD 917 million. Maintaining its third-place ranking for two consecutive years, Vestel continues to sustain its high brand value and market position with remarkable consistency.

Electrical and Electronics Export Champion for 26 Years

Maintaining its leading position in the electrical-electronics sector, Vestel achieved approximately 2.4 billion dollars in exports in 2023, marking its 26th time as champion in this field. Exporting its products and technologies to over 160 countries worldwide, and with an export ratio of 59%, Vestel ranked 6th overall among Türkiye's top exporters, as determined by the Turkish Exporters Assembly.

Vestel's Science-Based Targets Approved

The Science Based Targets initiative (SBTi) has endorsed Vestel Elektronik's and Vestel Beyaz Eşya's commitments to achieve their emission reduction goals by 2030. Using 2021 as the baseline year, Vestel pledges to reduce greenhouse gas emissions in Scope 1 and 2 by 42 percent by 2030, while simultaneously committing to a 25 percent reduction in Scope 3 emissions from the use of sold products during the same period.

Vestel Beyaz Eşya Achieves International Success in Sustainability Scores

Vestel Beyaz Eşya achieved a score of 68 points in S&P Global's 2024 assessment, representing a 3-point improvement compared to the previous year. With this score, Vestel Beyaz Eşya was entitled to be included in the S&P Global's The Sustainability Yearbook-2025, where 7,690 companies from 62 sectors were evaluated, and 780 companies were selected.

Vestel Elektronik and Vestel Beyaz Eşya Included in the FTSE4Good Emerging Markets Index

Vestel Elektronik and Vestel Beyaz Eşya were both included in the FTSE4Good Emerging Markets Index by FTSE Russell, which evaluates companies that demonstrate robust environmental, social, and governance (ESG) performance.

Major Award for Aqua Microfiber Filter Technology from SEAL

Vestel Beyaz Eşya's washing machine featuring Aqua Microfiber Filter technology—designed to prevent the release of microfibers into the environment after washing—was honored with the Sustainable Product award at the SEAL (Sustainability Environmental Achievement and Leadership) Awards, one of the world's most prestigious sustainability competitions. Vestel Beyaz Eşya stood out as the only white goods manufacturer to win an award in 2024.



Double Award for Vestel Beyaz Eşya from Manisa Teknokent

Vestel Beyaz Eşya earned second-place honors in both the Intellectual Property and Commercialization categories at the Manisa Teknokent II. Innovation and Technology Awards.

Best Machinery Company of the Year Award

Vestel received the Best Machinery Company of the Year Award at the sixth annual Hacettepe University Crystal Deer Awards held in 2024.

Double Award for Vestel Beyaz Eşya from The Hammers Award 2024

At The Hammers Awards 2024, Vestel Beyaz Eşya received two prestigious honors: the Best Team Supporting Qualified Educated Youth Award for its "DIY Workshops with Vestel" initiative and the Best Team in Animal Rights Award for its Walker Project for Disabled Animals.

Six Awards at the OSB Stars Research

Vestel Beyaz Eşya was recognized across all categories in the OSB Stars Research conducted by OSBÜK (Organized Industrial Zones Supreme Organization), earning a total of six awards, including a special distinction. Within Organized Industrial Zones, Vestel Beyaz Eşya ranked third for highest R&D expenditure, second for highest sales volume, and claimed first place in three categories: highest exports, highest overall employment, and highest female employment. The Company also earned the top position among the most successful companies overall.

Award for the "DIY Workshops with Vestel" Project

The DIY Workshops with Vestel project earned Vestel Beyaz Eşya an award in the Creative Volunteering Initiatives category at the 2024 Social Benefit Awards. Organized by Dünya newspaper, this award program highlights impactful and sustainable social responsibility initiatives across Türkiye. In 2024, Vestel Beyaz Eşya received the Social Impact Award in the Creative Volunteering Initiatives category for its "DIY Workshops with Vestel" project.

First Place for the Generative AI-Powered Vestel AI Project

Vestel's IoT R&D team was awarded first place with the "Generative AI-Powered Vestel AI" project at the "Fu-

ture of AI & Cloud" event organized by CXO Media, where 150 companies participated and 300 projects competed. This avatar, which presents product information quickly and accurately, provides participants with a realistic interaction experience by responding like a real human. The project, representing Vestel's success in innovative artificial intelligence solutions, also provides benefits such as realistic interaction, fast and accurate information provision, efficiency, and technology focus.

International Recognition for Vestel's Sustainability Performance

In S&P Global's 2024 assessment, Vestel Elektronik raised its score to 69. According to Refinitiv (LSEG), the Company also saw a 7-point increase, reaching a score of 85 this year. This score has elevated Vestel Elektronik to Level A, positioning it among the top companies globally in the field of ESG.

Vestel at IFA 2024 for the 32nd Time

Vestel made its 32nd appearance at the International Consumer Electronics Fair (IFA 2024), one of the most significant events of the industry. The Company showcased a wide array of products that emphasize technology, design, and sustainability, all aimed at supporting a sustainable future and enhancing customer experience, across a three-thousand-square-meter exhibition space.

Strategic Collaboration Between Vestel and Vidaa

Vestel has signed a goodwill agreement to acquire a 4.6 percent stake in VIDAA International Holdings BV, becoming one of the shareholders in Vidaa, one of the fastest-growing smart TV platforms in the world. This acquisition is viewed as a significant step in Vestel's growth strategy on the global stage.

200 millionth TV produced

Vestel, which accounts for 90% of Türkiye's television exports, reached a historic milestone by producing its 200 millionth television at its main manufacturing hub, Vestel City, in Manisa.

Sustainability Management Award for Vestel Elektronik

Vestel Elektronik received the "Sustainability Management" award at the "Green Transformation Awards" organized by the Istanbul Chamber of Industry, recognizing industrial facilities that prioritize sustainability.

CONSUMER ELECTRONICS, WHITE GOODS AND MOBILITY

VESTEL BEYAZ EŞYA AND VESTEL ELEKTRONİK MAINTAIN A SAFE AND SECURE WORKING ENVIRONMENT.

Vestel Beyaz Eşya and Vestel Elektronik are committed to ensuring a safe working environment by upholding standards in line with the TS EN ISO 45001 Occupational Health and Safety Management System certification.

VESTEL GROUP OF COMPANIES AND SUSTAINABILITY

Relative to its 2021 baseline year, the Vestel Group of Companies aims to reduce Scope 1 and 2 emissions by 42% and emissions from the use of sold products (Scope 3) by 25% by 2030.

SUSTAINABILITY MANAGEMENT

Guided by a vision to generate social and environmental benefits through intelligent, accessible, and life-enhancing technologies, Vestel continues to advance its operations with a deep commitment to sustainability. In alignment with this vision, the establishment of a robust and inclusive governance framework is considered essential to fully embed Environmental, Social, and Governance (ESG) principles across the organizational structure.

Within the structure of Vestel Beyaz Eşya and Vestel Elektronik, the Sustainability Committee, established at the Board of Directors level, plays a pivotal role in ensuring that sustainability-related strategies, risks, and opportunities are addressed with the utmost strategic oversight. Formed in 2023, the Committee comprises the CEOs of the respective companies and a member of the Board. Decisions taken by the Committee are formally reported to the Board of Directors and also serve to inform the deliberations of other board-level committees.

The Committee is likewise charged with overseeing the effective governance of climate-related risks and opportunities. While the ultimate responsibility lies with the CEO, the Board of Directors carefully reviews and ratifies all decisions and strategies in this domain. Climate-related matters are consistently prioritized in the Committee's agenda and are systematically communicated across relevant departments through Vestel's general managers. This governance model ensures that issues related to climate, the environment, business continuity, corporate reputation, and sustainability are addressed effectively within high-level decision-making processes.

Climate-Related Incentives

At Vestel, sustainability performance indicators are reviewed and redefined annually with the approval of senior management, including the CEO. Targets related to sustainability are incorporated into the performance scorecards of the relevant general managers and assistant general managers, account-

ing for 5% to 10% of their evaluations. Similarly, the scorecards of the Sustainability Manager, energy efficiency managers, and relevant teams are structured to include annual indicators and targets aligned with the Company's sustainability strategies.

COMBATING CLIMATE CHANGE

Global Climate Crisis and the Importance of Net Zero Targets

The year 2024 stood out as the hottest year on record globally, with average temperatures exceeding pre-industrial levels by 1.5°C. This temperature rise has led to an increase in the frequency and intensity of natural disasters such as uncontrolled wildfires, rising sea levels, and floods, underscoring the escalating and destructive impacts of the climate crisis. The urgency for effective mitigation and adaptation strategies is growing rapidly worldwide. In this context, the transition to a net-zero carbon economy hinges on the widespread adoption of clean and innovative technologies, green finance, and circular economy practices.

Science-Based Targets

The Vestel Group of Companies has committed to achieving net-zero emissions by 2050. Relative to its 2021 baseline year, the Company aims to reduce Scope 1 and 2 emissions by 42%, and emissions from the use of sold products (Scope 3) by 25% by 2030. These targets have been approved by the Science Based Targets initiative (SBTi), and a comprehensive decarbonization roadmap is being implemented accordingly.

Vestel's key instruments for emission reduction include:

- **Energy Efficiency Investments:** The White Goods manufacturing unit targets a 10.2% reduction in Scope 1 and 2 emissions by 2030, while the Electronics manufacturing unit is projected to achieve an additional 9% reduction.
- **Renewable Energy Investments:** Through photovoltaic (PV) systems to be installed on facility rooftops, Vestel aims to reduce Scope 1 and 2 emissions from its White Goods production by 20.4%, and by 2% in its Electronics production unit.

- **I-REC Certificates:** In cases where direct renewable energy production is limited, Scope 2 emissions will be reduced through the use of I-REC certificates. This approach targets a 17% reduction in White Goods production and a 22.4% reduction in Electronics production.

After the validation of the Science-Based Targets, the execution of the 'Decarbonization Strategy' has been expedited to mitigate the effects of both domestic and global climate trends and optimize the utilization of opportunities for the proximate 2030 and the extended 2050 timeframes.

Vestel has integrated its financial planning with its climate transition plan to support its decarbonization targets. The Company aims to achieve emission reduction through capital expenditures focused on renewable energy investments, energy-efficient production processes, and product innovations.

Vestel Beyaz Eşya has been reporting to the Carbon Disclosure Project (CDP) since 2012, and Vestel Elektronik since 2013. In the 2024 CDP reporting cycle, which evaluated data from 2023, both companies improved their climate change scores to A-, while their water security scores rose to B.

OCCUPATIONAL HEALTH AND SAFETY

Vestel is committed to providing a safe and healthy working environment, diligently implementing its Occupational Health and Safety (OHS) policies and practices. Potential risks that may affect employees, subcontractors, suppliers, visitors, and other stakeholders are continuously identified and managed. In this context, the Company aims to raise awareness among employees, create ergonomic workspaces, maintain high safety standards, and prevent occupational diseases.

In the event of a workplace accident, a comprehensive investigation is conducted to identify root causes and prevent recurrence, with preventive



measures shared with relevant stakeholders. Risks in the production areas are regularly assessed and addressed with effective solutions.

Vestel Beyaz Eşya and Vestel Elektronik are committed to ensuring a safe working environment by upholding standards in line with the TS EN ISO 45001 Occupational Health and Safety Management System certification.

Training and Engagement

Vestel fosters an inclusive structure that encourages employee participation, maintaining active communication with union representatives and employees. Staff can report OHS-related concerns through the OHS Management System portal, where submissions

are promptly evaluated and necessary measures are taken. Employees also receive targeted training, including emergency response, handling chemical spills, and the safe operation of machinery.

OHS Performance

Vestel Beyaz Eşya provides all employees with appropriate personal protective equipment (PPE) and conducts training to ensure its effective use. As of 2024, a total of 97,335 person-hours of basic OHS training have been delivered.

Vestel Elektronik supplies its employees with PPE that meets international standards and conducts regular health screenings. In 2024, the Company delivered a total of 161,765 person-hours of basic OHS training.

OHS Performance Indicators	Employees				Subcontractors				Total			
	2021	2022	2023	2024	2021	2022	2023	2024	2021	2022	2023	2024
Number of Fatalities	0	4	0	0	0	0	0	0	0	4	0	0
Lost-Time Injury Frequency Rate	24.90	26.48	23.14	27.23	17.56	11.26	20.04	11.63	24.46	25.59	23.02	26.29
Severity of Accidents	0.20	0.71	0.19	0.22	0.07	0.09	0.21	0.04	0.19	0.67	0.19	0.21
Occupational Disease	0	1	0	0	0	0	0	0	0	1	0	0
Injury Frequency Rate	52.21	51.66	66.77	74.76	34.39	50.32	67.17	75.79	51.15	51.59	66.79	74.82
Number of Accidents	2,298	2,391	3,030	3,113	96	143	188	202	2,394	2,534	3,218	3,315
Number of Lost Workdays	11,804	43,705	11,808	12,004	523	360	485	126	12,327	44,065	12,293	12,130

CONSUMER ELECTRONICS, WHITE GOODS AND MOBILITY

VESTEL ELEKTRONİK WAS CROWNED WITH 21 DESIGN AWARDS AS OF THE END OF 2024.

Vestel Elektronik has been recognized with numerous awards at respectable and prestigious design competitions for its innovative projects developed in its R&D centers, securing a total of 21 design awards by the end of 2024.

In 2024, Vestel Beyaz Eşya submitted a total of 91 patent applications, comprising 61 patent applications to the Turkish Patent and Trademark Office (TÜRKPATENT), 14 patent applications to the World Intellectual Property Organization (WIPO), and 16 European patent (EP) applications to the European Patent Office (EPO), while also having 152 patents registered.



747
TRY Million
Savings achieved from innovation efforts in 2024

R&D

Vestel's innovation capabilities are driven by its R&D centers and a team of over 1,500 R&D professionals. The Company focuses on developing and implementing new technologies, product design, product development, boosting efficiency, and reducing costs.

The training programs within Vestel are designed to help R&D teams stay aligned with the latest industry requirements and improve their competencies. These programs ensure the Company's continued adaptation to technology advancements, helping to maintain a competitive edge and reinforce an innovation-driven approach. Vestel Beyaz Eşya ranks among the top five manufacturers in the white goods sector in Europe and the top three in Türkiye, thanks to its innovative products

that make a difference. It also exports to more than 160 countries, accounting for approximately 40% of Türkiye's white goods exports.

Vestel Elektronik has been recognized with awards at respectable and prestigious competitions for its innovative projects developed in its R&D centers. By the end of 2024, the Company had received a total of 21 design awards.

Vestel allocates a budget for R&D and innovation to create low-carbon products and services. In 2024, the Company allocated TRY 795,889,511 for the development of these low-carbon products. Through innovative process improvements during the year, Vestel achieved savings of TRY 747 million.

In 2024, Vestel Beyaz Eşya submitted a total of 91 patent applications, comprising 61 patent applications to the Turkish Patent and Trademark



Office (TÜRKPATENT), 14 patent applications to the World Intellectual Property Organization (WIPO), and 16 European patent (EP) applications to the European Patent Office (EPO), while also having 152 patents registered.

As a result of innovation efforts in processes during 2024, savings of TRY 482.1 million were achieved.

Approximately TRY 341.3 million in R&D and innovation budget was spent on the development of low-carbon products and services.

Vestel submitted applications on projects for Automotive Display Technologies, New Generation Vestel TV, and Smart Life Ecosystem for the "Technology Focused Industrial Move" incentive program, an initiative executed by the Republic of Türkiye's Ministry of Industry and Technology to support the domestic production of value-added, high-tech products using local facilities.

As part of the activities of its R&D units, Vestel establishes strong collaborations with many national and international institutions and organizations, particularly universities. Vestel continues to develop collaborative projects as part of four active Horizon 2020 programs that continued in 2024. In addition, proposals were submitted through the Digital Europe platform on issues related to the domain of Vestel Elektronik in EU policies.

In 2024, three applications were submitted for the "Technology Focused Industrial Move" program, along with one application for the TÜBİTAK 1831-Call for Green Innovation Technology Mentoring, two applications for the TÜBİTAK 1832-Call for Green Transformation in Industry, and two applications for the TÜBİTAK 1833-SAYEM Green Transformation Call, involving a total of 45 stake-

holders. Additionally, a project coordinated by the University Industry Cooperation Centers Platform (ÜSİMP) was accepted under the TÜBİTAK 1831-Call for Green Innovation Technology Mentoring, which includes 26 stakeholder institutions and 77 experts. Consultancy activities for this project are currently ongoing.

White Goods R&D Data

	2023	2024
Number of full-time R&D Employees	594	603
Ratio of R&D expenditure to turnover	1,045,695	1,059,116
Collaborations and open innovation	1.18%	1.41%

Electronics R&D Data

	2023	2024
Number of full-time R&D Employees	1,821	1,583
Total R&D Spending (TRY thousand)	3,269,069	2,560,832
R&D Spending/Turnover Ratio	2.0%	1.8%

CONSUMER ELECTRONICS, WHITE GOODS AND MOBILITY

VESTEL DEVISES SMART PRODUCTION AND PRODUCT PROCESSES YIELDING HIGHER LEVELS OF EFFICIENCY.

Within the scope of Industry 4.0, digitalization, and R&D activities, Vestel responds faster to changing consumer behavior and designs more efficient and smarter manufacturing and product processes by reducing its environmental impact.

As part of its commitment to Industry 4.0, the Vestel Automation Unit implements advanced automation solutions to improve production efficiency, minimize losses, and integrate cutting-edge technologies into its processes.

INNOVATION

The Vestel Group of Companies operates across the white goods and electronics sectors, aligning its activities with evolving global trends and changing customer expectations. By integrating technologies such as digitalization, automation, and artificial intelligence into its production processes, the Company is advancing the transformation of its operations.

Within the scope of Industry 4.0, digitalization, and R&D activities, Vestel responds faster to changing consumer behavior and designs more efficient and smarter manufacturing and product processes by reducing its environmental impact. Vestel adapts technologies such as artificial intelligence (AI), the Internet of Things (IoT), and autonomous systems to its 1.3 million m² Vestel City factory in Manisa, which is one of the largest single-area facilities in Europe. On 641,000 m² of indoor space, the Company produces refrigerators, washing machines, tumble dryers, cooking appliances, dishwashers, air conditioners, and water heaters. Vestel Beyaz Eşya is among the largest original design manufacturers (ODM) in Europe.

Industry 4.0

Vestel is implementing its Industry 4.0 transformation by effectively leveraging automation tools, supported by a skilled technical team in software, mechanical design, automation, simulation, maintenance, and investment.

Due to changing global trends and emerging technologies, companies need to change their production methods in their operations to adapt to innovations. In this regard, Industry 4.0 transformation is one of the most important issues for achieving competitiveness and advantage in local and global markets, ensuring profitability and industry continuity. Thanks to its R&D activities and investments and its intellectual capital on which they are based, Vestel is implement-

ing Industry 4.0 practices and aims to contribute to the transformation of the consumer electronics and white goods sectors in Türkiye.

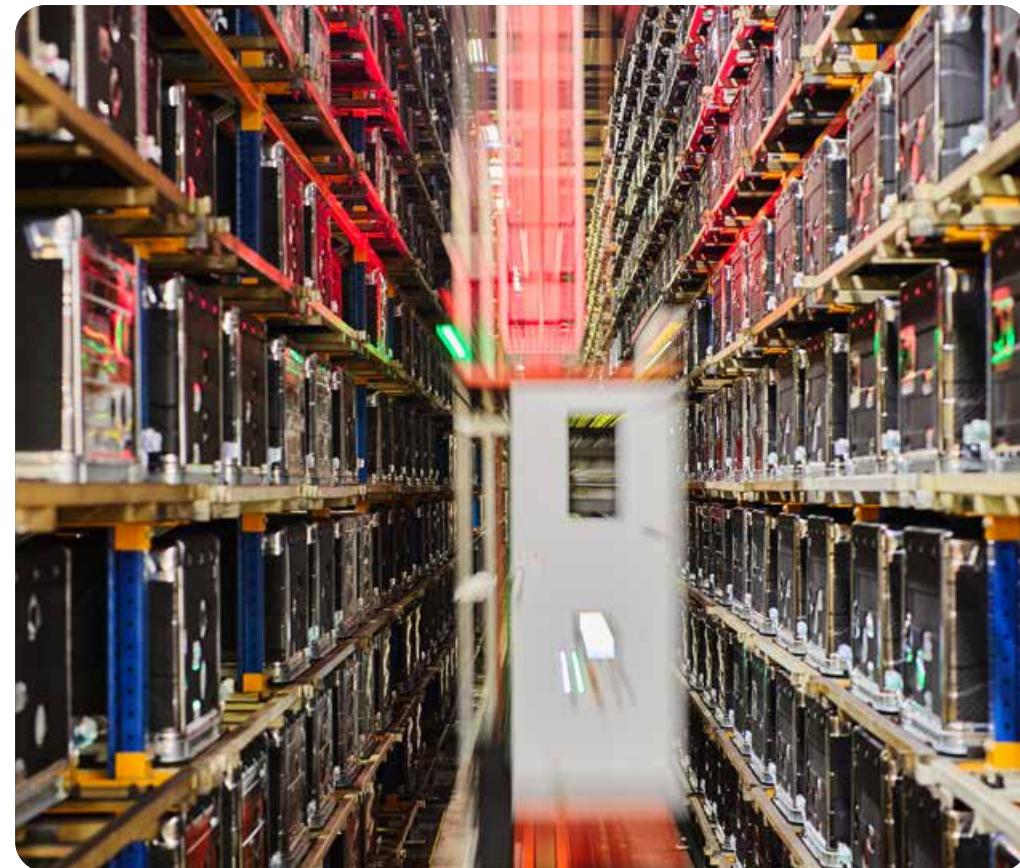
As part of this initiative, investments made in Vestel Beyaz Eşya over the past decade have led to an 88% increase in production capacity, while the increase in labor needs has been limited to 40%, thanks to advanced automation technologies. Successful outcomes from Industry 4.0 investments further bolster automation efforts toward achieving autonomous production.

Committed to leading the industry in Industry 4.0 and digitalization practices, Vestel's digital transformation teams work in various fields. These teams are working on artificial intelligence software for horizontal-vertical value chain integration, Internet of Things (IoT) technologies, smart automation, automated guided material handling vehicles (AGV) and autonomous mobile robot (AMR) applications. Vestel also focuses on Total Productive Maintenance (TPM) efforts to achieve operational excellence in production.

The Vestel Group of Companies continues to evolve its operations in the white goods and electronics sectors in response to shifting global dynamics and changing customer expectations. By integrating cutting-edge technologies such as digitalization, automation, and artificial intelligence into its production processes, the Company is modernizing its operational infrastructure.

Automation Activities

As part of its commitment to Industry 4.0, the Vestel Automation Unit implements advanced automation solutions to improve production efficiency, minimize losses, and integrate cutting-edge technologies into its processes. To respond flexibly to diverse product groups and evolving manufacturing methods, fully automated and hybrid systems are developed. These systems offer a range of advantages, including flexible structure, high-quality output at low cost, rapid adaptability, and comprehensive process monitoring.



Comprising a team of skilled engineers and technicians, the unit operates across a wide spectrum—from the design of mechanical and electrical projects to software development, simulation applications, and system installation. Core areas of expertise include 2D/3D design, three-dimensional analysis and simulation, image processing systems, robotic applications, and software development. The systems deployed deliver reliable production within tight error margins, ensure operational safety under demanding conditions, maintain consistent quality in repetitive processes, optimize manufacturing through high data processing capacity, and create ergonomically designed work environments.

In 2024, the Vestel Automation Unit commissioned a total of 91 projects, comprising 33 industrial robots, 6 Cartesian systems, 20 camera units, 23 internally developed machines, and 32 externally sourced machines. Of these, 69 projects were new developments, while the remainder involved revisions to existing systems, relocations, design updates, and R&D activities.

Autonomous Production

In line with the vision of Industry 4.0, Vestel prioritizes minimizing human intervention in production processes, placing a strong emphasis on investments aligned with the “dark factory” concept. Through the deployment of autonomous robotic systems at more than 200 points across its production lines, the Company seamlessly executes operations such as assem-

bly, feeding, stacking, disassembly, packaging, and product grouping—entirely independent of human input. These systems not only maximize efficiency in resource and energy utilization but also significantly accelerate production workflows.

Smart Logistics Systems

The logistics flow between production areas and warehouses is managed through autonomous systems, enabling end-to-end automation of the entire process. This approach eliminates fluctuations in production speed, ensures traceability, alleviates internal traffic congestion, and mitigates occupational safety risks. Currently, over 120 Smart Automated Guided Vehicles (AGVs) operate independently to handle material transport. Their navigation, traffic coordination, and obstacle management are effectively executed through a centralized software platform developed in-house by Vestel. Thanks to their modular architecture, these systems can be swiftly integrated into various production environments.

Automated Quality Control Systems

To uphold product quality and maximize customer satisfaction in both domestic and international markets, Vestel leverages cutting-edge technologies. Quality control processes have been fully automated through image processing systems powered by artificial intelligence and machine learning. Developed internally, these solutions substantially reduce defect rates and reinforce the brand's reputation for reliability.

Smart Storage

As production capacity continues to grow, Vestel has introduced innovative solutions to boost efficiency in warehouse management and maximize the utilization of available space. The implementation of Automated Storage and Retrieval Systems (ASRS) enables optimal use of high-ceiling areas while delivering operational advantages such as increased speed, energy savings, and enhanced traceability.

Artificial Intelligence Integration

Key processes—including visual quality analysis, autonomous testing, and data management—are executed through AI-driven systems. A cloud-based infrastructure supports the creation of an integrated ecosystem that incorporates suppliers and subcontractors. Additionally, employee training and quality assurance activities are reinforced through virtual and augmented reality applications. Simulation-based software allows new systems to be digitally tested prior to implementation, facilitating performance analysis and ensuring operational efficiency.

Digital Transformation In Customer Experience

Vestel advances its efforts to optimize the customer experience through digital tools at full pace. Data science is actively utilized in after-sales services and the digitalization of dealership processes. With new features integrated into the Support Center website, customers can now complete their transactions online; smart devices can be managed via the Smart Life application; and the digital customer experience is further enriched through innovative tools such as Vestel Assistant. In addition, user feedback gathered from every touchpoint is collected in digital environments, forming the basis for actions aimed at improving the overall experience.

Vestel Assistant

Present at every stage of the customer journey—pre-sales, purchasing, and post-sales—Vestel Assistant serves as a key component of the brand's digital ecosystem. Backed by artificial intelligence, it is designed to deliver rapid and effective solutions, raising customer satisfaction while also offering flexibility and convenience in service. Where necessary, customers are given the option to connect with a live representative. As part of global expansion initiatives, the German-language service has been launched via vestel.com/de for users in Germany.

In-Store Traffic Monitoring

Traffic measurement devices installed at the entrances of Vestel stores generate data on the busiest times of the day and week. These insights are analyzed to help increase footfall, while customer behavior is studied in compliance with the Personal Data Protection Law (KVKK), enabling further personalization of services.

CONSUMER ELECTRONICS, WHITE GOODS AND MOBILITY

VESTEL IS DEDICATED TO CREATING THE BEST POSSIBLE WORKING CONDITIONS FOR ITS EMPLOYEES.

Vestel prioritizes employee health, safety, rights, and personal development through a commitment to fostering optimal and continuously improving working conditions.

To support the adoption of non-discriminatory language aligned with societal gender equality principles, Vestel published the Equal Lives Glossary.

Digital Price Tags

Digital label systems, which enable automatic updates to product prices, help ease employee workload while ensuring that customers are presented with the most up-to-date pricing and promotional information. Simultaneous price updates across both physical and digital stores support a seamless omnichannel retail model. Implementation of this system across all Vestel corporate stores is targeted for 2025, with preparatory work already underway.

Visual Technical Support

Through its Visual Technical Support service, Vestel enables customers to resolve technical issues directly at the product site. Based on requests received via the call center or Vestel Assistant, visual assistance is offered in suitable cases, allowing remote support to be provided. This method has successfully resolved 74% of malfunction reports. The service was honored with the 2024 Hammers Best Customer Experience Award.

Voice Bot

Vestel is conducting feasibility studies on voice bot technology and is preparing to implement the system in the near future. The goal is to meet customer needs rapidly without waiting in call center queues.

HUMAN RESOURCES

Human capital occupies a central position in Vestel's value creation strategy. The Company believes that its investments in human capital reinforce its technological innovation, patent achievements, and R&D capacity. Aware that cutting-edge manufacturing facilities and innovative products only generate real added value when supported by a competent, satisfied, and highly motivated workforce, Vestel conducts all operations with this understanding.

Vestel prioritizes employee health, safety, rights, and personal development through a commitment to fostering optimal and continuously improving working conditions. Human resources practices are designed to support onboarding processes, promote performance and individual growth, respond to employee expectations through a fair and equitable approach, and contribute to national employment.

Gender Equality, Human Rights and Inclusion

Zorlu Holding's "Equal Lives Manifesto on Societal Gender Equality" and its commitment to the United Nations Women's Empowerment Principles (WEPs) guide Vestel's support for societal gender equality at every level—both within the Company and across the industry.

Acting with the belief that "Equal Lives Are Possible for Everyone," Vestel established the Societal Gender Equality Group to develop volunteer-driven awareness initiatives. Within this framework, the Happy Mothers Project was created to promote fairer working conditions for employee mothers. Furthermore, the Domestic Violence Prevention Policy, applicable to all Zorlu Holding companies, was publicly announced. In 2023, Vestel received the Equal Opportunity Model (FEM) certificate awarded by the Women Entrepreneurs Association of Türkiye (KAGİDER). As of 2024, Vestel Beyaz Eşya delivered a total of 3,737 person-hours of gender equality training to 3,672 individuals, while Vestel Elektronik provided 8,310 person-hours of societal gender equality training to 8,000 individuals.

To support the adoption of non-discriminatory language aligned with societal gender equality principles, Vestel published the Equal Lives Glossary. This glossary/guide, accessible to all stakeholders via the Smart Life 2030 website, offers recommendations for more inclusive and equitable language use.



In 2024, 110 women and 285 men at Vestel Beyaz Eşya, and 233 women and 491 men at Vestel Elektronik, benefited from maternity and parental leave. Additionally, all mother rooms across company facilities were inspected and improved in line with established standards.

Integration of Employees with Disabilities

The Equal Opportunity Project aims to support the active participation of individuals with disabilities in working life and to remove barriers that impede their professional advancement. As part of this initiative, training sessions were provided for individuals with hearing and speech impairments to encourage their inclusion. Since the project's inception in 2015, collaborations have been established with 17 special education vocational high schools across Türkiye, giving priority to graduates who applied for employment.

To meet the needs of employees with disabilities both inside and outside the workplace, sign language interpreters have been appointed. As of 2024, Vestel employs an average of 179 individuals with disabilities, representing 3.3% of its total workforce.

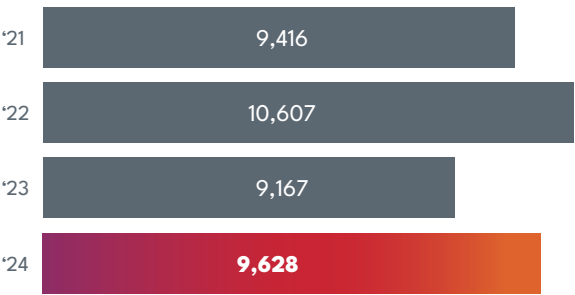
In addition, special programs have been implemented at Türkiye's first Protected Workplace for Individuals with Intellectual Disabilities (Z.E.K.İ. Life Center), located in the Manisa Organized Industrial Zone, to support the employment of intellectually disabled individuals and provide social support for their families. Since 2019, a total of 31 individuals—11 at Vestel Elektronik and 20 at Vestel Beyaz Eşya—have been employed under this initiative. Dedicated and ergonomic production areas have been created in the factories to ensure suitable working conditions for these individuals. To date, Vestel has provided employment opportunities to a total of 454 individuals with disabilities.

Special programs have been implemented at Türkiye's first Protected Workplace for Individuals with Intellectual Disabilities (Z.E.K.İ. Life Center), located in the Manisa Organized Industrial Zone, to support the employment of intellectually disabled individuals and provide social support for their families.

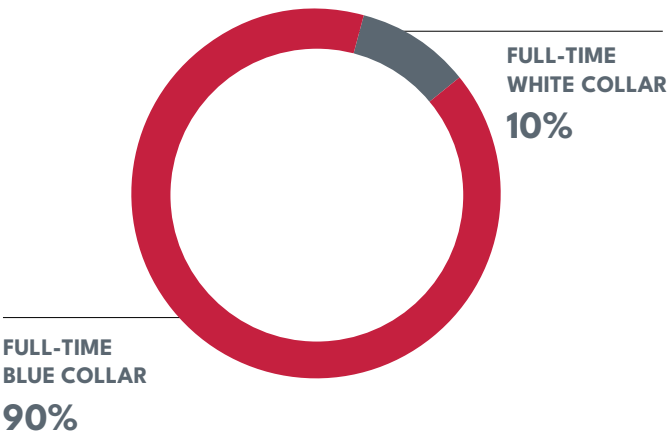
CONSUMER ELECTRONICS, WHITE GOODS AND MOBILITY

AS OF THE END OF 2024,
VESTEL EMPLOYS
19,509 PEOPLE.

VESTEL BEYAZ EŞYA TOTAL EMPLOYEE COUNT



EMPLOYEES BY CATEGORY

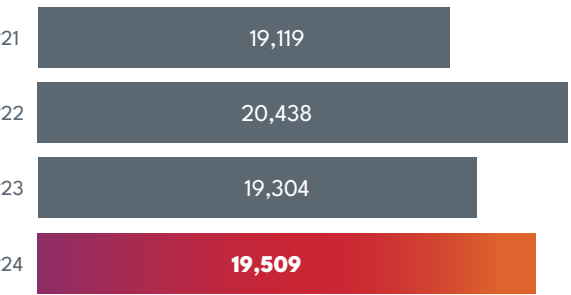


Managers by Gender and Age	2021		2022		2023		2024	
	Female	Male	Female	Male	Female	Male	Female	Male
50 and Above	0	9	2	10	2	5	2	4
30-50 Years	27	162	35	171	25	147	32	166
30 and Below	4	15	5	15	9	16	7	13
Total	217		238		204		224	

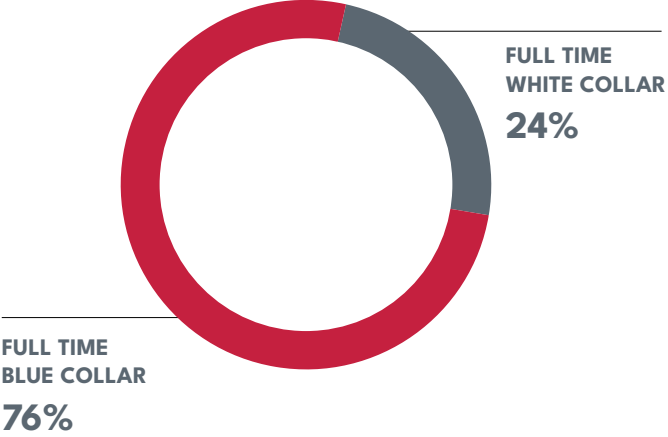
The data below is the consolidated data of Vestel Group of Companies. Indicators do not cover foreign subsidiaries. Data marked between 2021 and 2023 were verified last year. For 2024 data, a separate verification service was received this year.

Employees by Gender	2021		2022		2023		2024	
	Female	Male	Female	Male	Female	Male	Female	Male
Number of Employees	2,934	6,482	3,412	7,195	2,857	6,310	3,110	6,518
Total	9,416		10,607		9,167		9,628	

VESTEL ELEKTRONİK TOTAL EMPLOYEE COUNT



EMPLOYEES BY CATEGORY



Managers by Gender and Age	2021		2022		2023		2024	
	Female	Male	Female	Male	Female	Male	Female	Male
50 and Above	6	38	12	61	10	39	11	45
30-50 Years	157	526	168	529	135	419	169	463
30 and Below	11	21	9	18	14	25	16	21
Total	759		797		642		725	

Employees by Gender	2021		2022		2023		2024	
	Female	Male	Female	Male	Female	Male	Female	Male
Number of Employees	6,408	12,288	6,767	13,209	6,477	12,290	6,688	12,274
Total	18,696		19,976		18,767		18,962	

CONSUMER ELECTRONICS, WHITE GOODS AND MOBILITY

VESTEL HAS ROLLED OUT VARIOUS SOCIAL PROJECTS ALIGNED WITH THE SUSTAINABLE DEVELOPMENT GOALS.

Guided by the United Nations Sustainable Development Goals (SDGs), the Company places particular emphasis on advancing quality education, societal gender equality, and inclusive economic growth through a range of impactful community projects.

As of 2024, Vestel's contribution to social impact initiatives has reached a total of TRY 38.1 million.

SOCIAL CONTRIBUTION

Vestel Group of Companies continues to deepen its commitment to social and environmental impact by aligning its initiatives with pressing societal needs. Guided by the United Nations Sustainable Development Goals (SDGs), the Company places particular emphasis on advancing quality education, societal gender equality, and inclusive economic growth through a range of impactful community projects.

Zorlu Holding and its subsidiaries operate within the framework of Smart Life 2030, a forward-looking sustainability strategy that responds to a global shift toward stakeholder-focused transformation. The SDGs serve as a compass for all activities across the organization.

As of 2024, Vestel's contribution to social impact initiatives has reached a total of TRY 38.1 million.

Sponsorships

For the last eight years, Vestel has played a pivotal role in supporting Turkish volleyball. This commitment continues into the 2024-2025 season through its ongoing title sponsorship of the Turkish Volleyball Federation (TVF). Vestel also proudly serves as the chest sponsor of the Men's National Team and remains one of the Federation's main sponsors. Under this sponsorship agreement, two major venues have been renamed to reflect this partnership: Istanbul's Burhan Felek Volleyball Hall now bears the name "TVF Burhan Felek Vestel Volleyball Hall," while İzmir's TVF Atatürk Volleyball Hall has been renamed "TVF Atatürk Volleyball Hall Vestel Sports Complex."

Since 2022, Vestel has also stood as the main sponsor of the Turkish Gymnastics Federation and the National Gymnastics Teams — a partnership

that remains active through 2024. The globally broadcast Artistic Gymnastics World Challenge Cup, held in Antalya and sanctioned by the International Gymnastics Federation (FIG), was staged under the title sponsorship of Vestel. The event was broadcast live in 109 countries. Further reinforcing its support for gymnastics, Vestel also backed the documentary Eclipse, which chronicles the inspiring journey of Turkish athletes who made history at the Tokyo Summer Olympics.

Launched under the slogan "Champions Use Vestel," the "Champions' Home" campaign brought Vestel's products together with celebrated athletes such as İlkin Aydın, Elif Şahin, Mete Gazoz, Efe Mandıracı, İbrahim Çolak, Aysu Türkoğlu, and Banş Telli. In supporting these champions' journeys, Vestel also underscored its commitment to delivering top-tier technology to consumers.

The Company has also signed individual sponsorship agreements with Olympic, World, and European archery champion Mete Gazoz, as well as with Aysu Türkoğlu — the youngest Turkish athlete to achieve the Open Water Swimming Triple Crown and the first Turkish woman to cross the North Channel.

As of 2024, Vestel has become the main sponsor of the Turkish Physically Disabled Sports Federation, reinforcing its belief in making sports more inclusive, accessible, and equitable. New partnerships also include sponsorships with the Denizli Merkezefendi Basketball Club and Göztepespor.

Vestel's commitment to the arts continues through its role as a corporate sponsor of Zorlu PSM, a leading cultural venue in Türkiye.

Elim Sende (You Have My Hand)

First launched in 2021, Elim Sende is a long-term social impact initiative developed in collaboration with the Provincial Directorate of Family, Labor and Social Services, with coordination by Vestel's Societal Gender Equality Working Group. Co-run with Women's shelters and Violence Prevention and Monitoring Centers (ŞÖNİM), the program supports women's empowerment through a two-phase model.

- In the first phase, Vestel provides essential white goods and electrical home appliances to shelters housing women who have experienced physical, psychological, sexual, economic, or verbal abuse.
- In the second phase, women transitioning to independent living are supported with similar appliances to help furnish and stabilize their new homes.

The "Elim Sende" project aims to improve the living standards of women and children in shelters, foster public-private sector collaboration to address social challenges, strengthen social solidarity with women affected by violence, and support steps taken toward individual empowerment and freedom. The project also supports women's economic independence by encouraging participation in the workforce, advancing societal gender equality. No new applications were received in 2024; however, support will resume in full should future needs arise.

Do It Yourself with Vestel Workshops

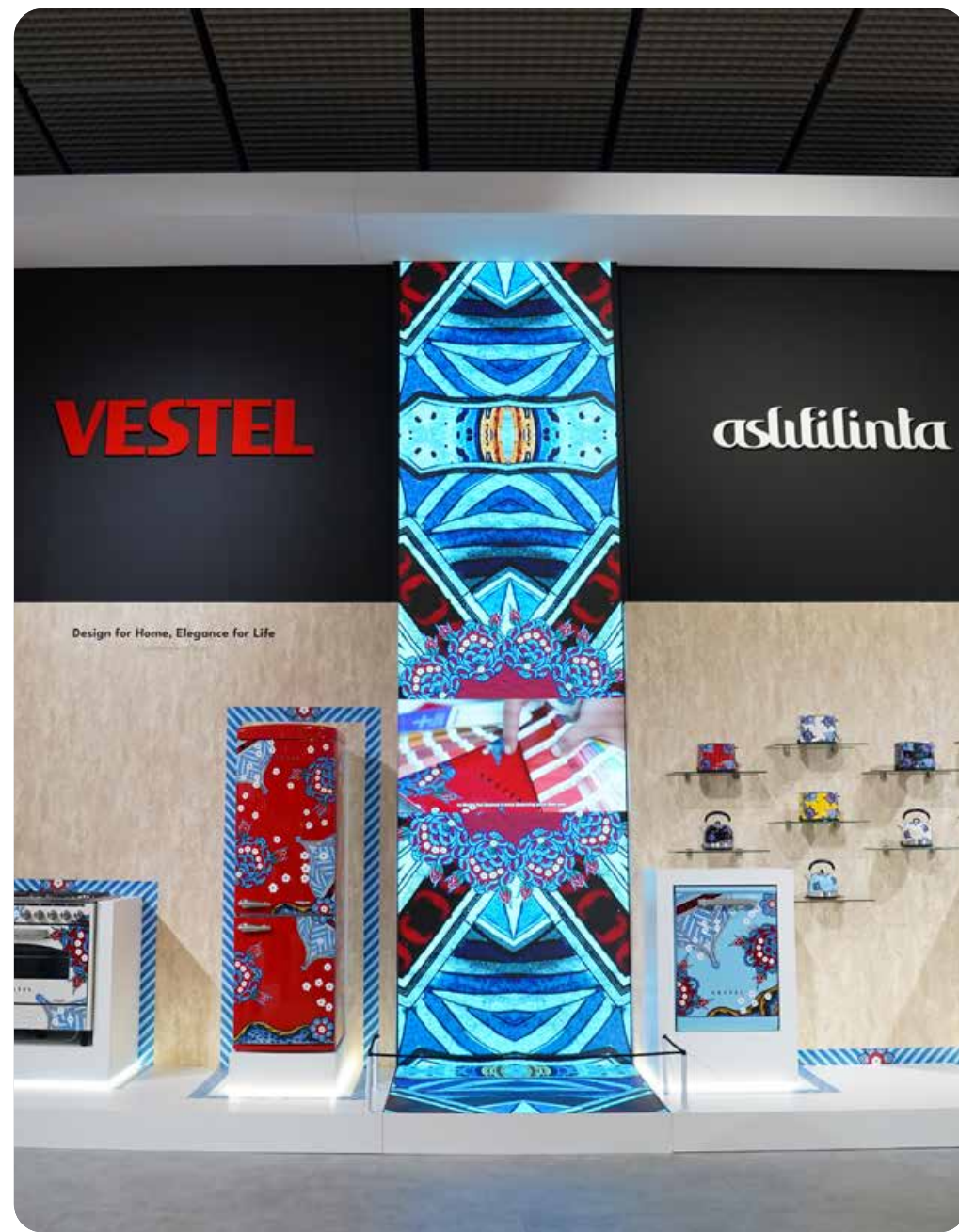
With a vision to spark curiosity and creativity in under-resourced communities, Vestel launched the "DIY with Vestel Workshops" project to introduce children to technology, robotics, and design thinking. Nine robotics coding labs have been established to date, all constructed using repurposed materials from recycled Vestel white goods.

The project has earned notable industry recognition, including "Best Team Supporting Quality Education and Youth" at The Hammers Awards, the "Creative Volunteering Award" at Dünya Newspaper's Social Impact Awards, and the "Green Dot Industry Award" from the ÇEVKO Foundation for its environmentally conscious approach.

SosyalBen Foundation BEGEM Sports Workshop

In response to the 6 February earthquakes, Vestel partnered with the SosyalBen Foundation to support children in affected areas through the establishment of Skill Development Centers (BEGEM) in Hatay and Adıyaman. Comprising eight container-based units, the centers became operational in April and cater to children aged 7-13, offering structured support in both social and physical development.

These centers offer themed workshops — from sports and music to painting, invention, and



games — all led by experienced educators. The goal is to nurture children's self-expression, decision-making, and problem-solving abilities in engaging, interactive settings. Vestel, driven by its belief in the unifying power of sport, has committed to being the main sponsor of the BEGEM Sports Workshop for one year.

Vestel X Aslı Filinta Retro Series

Bringing together design vision with cultural heritage, the Vestel X Aslı Filinta Retro Series project weaves together themes of sustainability and cultural legacy with contemporary aesthetics. Spearheaded by renowned designer Aslı Filinta, the series blends traditional Turkish art forms such as tile

art, miniature painting, and calligraphy with modern design sensibilities. Each product in the collection was handcrafted by women artists trained in these disciplines.

Through this exclusive line, Vestel emphasized the fusion of cultural values and technology while championing local production and artistic expression. The launch was supported by a comprehensive communication campaign across TV, outdoor, and digital platforms. As a result of this collaboration, research showed that 62% of consumers had explored the series. The project significantly strengthened Vestel's brand perception as a design-oriented and aesthetically refined brand, positively influencing consumer motivation and product preference.

CONSUMER ELECTRONICS, WHITE GOODS AND MOBILITY

VESTEL VENTURES SPEARHEADS THE CREATION OF NEW BUSINESS FIELDS.

Vestel Ventures connects its portfolio companies with Zorlu Group entities, leveraging the agility of start-ups to open up new business opportunities.

OTHER COMPANIES AFFILIATED WITH VESTEL

VESTEL VENTURES

Vestel Ventures R&D Inc. is a corporate venture capital firm established in 2015 by Vestel Elektronik to support entrepreneurial initiatives and introduce new business domains into the Zorlu Holding ecosystem. Since its inception, Vestel Ventures has invested in 35 start-ups, while also developing a variety of programs and structures that foster the entrepreneurship ecosystem. The Company plays an active role in cultivating a culture of innovation within Zorlu Holding, with numerous employees having received innovation-focused training.

Believing that innovative approaches and agile business models can improve quality of life, increase efficiency, and generate social impact, Vestel Ventures shares Vestel's deep expertise and infrastructure with entrepreneurs across the full value chain — from product design, prototyping, and testing to manufacturing. It also provides professional support in key operational areas such as marketing, accounting, human resources, intellectual property, and legal affairs. In addition, the Company offers consultancy services to other institutions seeking to establish investment units or implement innovation strategies.

Vestel Ventures connects its portfolio companies with Zorlu Group entities, leveraging the agility of start-ups to open up new business opportunities. These collaborations foster cross-sectoral knowledge sharing, skill development, and avenues for growth.

By facilitating strategic partnerships between start-ups and companies within the Zorlu Holding, Vestel Ventures lays the groundwork for outcomes such as intellectual property development and patent generation.

Through programs like Z-Port, the Company also mentors domestic and international start-ups, enabling them to explore potential collaborations with Zorlu Holding firms. Entrepreneurs gain the opportunity to co-develop projects with Vestel employees, creating valuable cultural and professional exchange.

As a strategic partner, Vestel Ventures offers entrepreneurs access to Vestel's extensive know-how in R&D, design, production, marketing, sales, legal, HR, and management. It also provides guidance on government grant programs and access to venture capital funds in Europe and the U.S. The Company offers consultancy on intellectual property matters both domestically and abroad, working with academics, subject-matter experts, and international advisors to help start-ups overcome challenges.

Established at the end of 2022 and co-managed by Vestel Ventures, Tacirler Portföy Future Impact Fund contributed to the development of the entrepreneurship ecosystem by investing in seven technologically strong startups such as Rierino, Mindsite, Megafortuna, Brandefense, and Novus.

LENTATEK

With nearly a quarter-century of accumulated technological expertise, Lentatek Uzay Havacılık ve Teknoloji A.Ş. (Lentatek) delivers a comprehensive range of products and services across several strategic domains — including unmanned and autonomous systems, hydrogen and fuel cell technologies, space technologies, critical infrastructure and border security, and digital healthcare. In response to growing local and global demands, the Company continues to advance its R&D investments and product development activities without interruption.



As one of Türkiye's leading producers of unmanned aerial vehicle (UAV) platforms, Lentatek remains at the forefront of developing indigenous and innovative solutions in the field of unmanned systems. By designing every component of its systems with domestic capital and engineering, Lentatek contributes significant value to the national defense and aerospace industries.

Recognized as one of the world's leading companies in hydrogen and fuel cell technologies, Lentatek stands out with its extensive portfolio of R&D projects in the field. Its award-winning projects, developed in collaboration with universities, are materialized in state-of-the-art laboratories and reinforce the green energy pillar of Zorlu Group's Smart Life 2030 sustainability strategy — positioning Lentatek as a pioneer in sustainable energy solutions.

AYESAŞ

Aydın Yazılım Elektronik ve Sanayi A.Ş. (AYESAŞ) is one of Türkiye's leading system suppliers in the defense and aerospace industries. The Company delivers advanced technological solutions in com-

mand and control, avionics, electronics, and electromechanical systems, offering a broad spectrum of services ranging from design and development to production, systems engineering, and safety-critical embedded software development.

AYESAŞ manufactures console and cabinet systems, high-tech electronic boards, and cabling solutions for next-generation defense industry platforms. It also develops Digital Moving Map and Mission Planning Systems for aerial platforms, along with custom interface software for a variety of applications, positioning itself as a trusted solution partner to defense and aerospace companies both in Türkiye and internationally.

Leveraging over 35 years of industry experience, AYESAŞ has also expanded into the civilian domain. In addition to developing innovative solutions such as the Crash Warning Device, it provides cutting-edge technologies for the railway sector, continuously broadening the scope of its operations.

With nearly a quarter-century of accumulated technological expertise, Lentatek delivers a comprehensive range of products and services across several strategic domains — including unmanned and autonomous systems, hydrogen and fuel cell technologies, space technologies, critical infrastructure and border security, and digital healthcare.



ENERGY

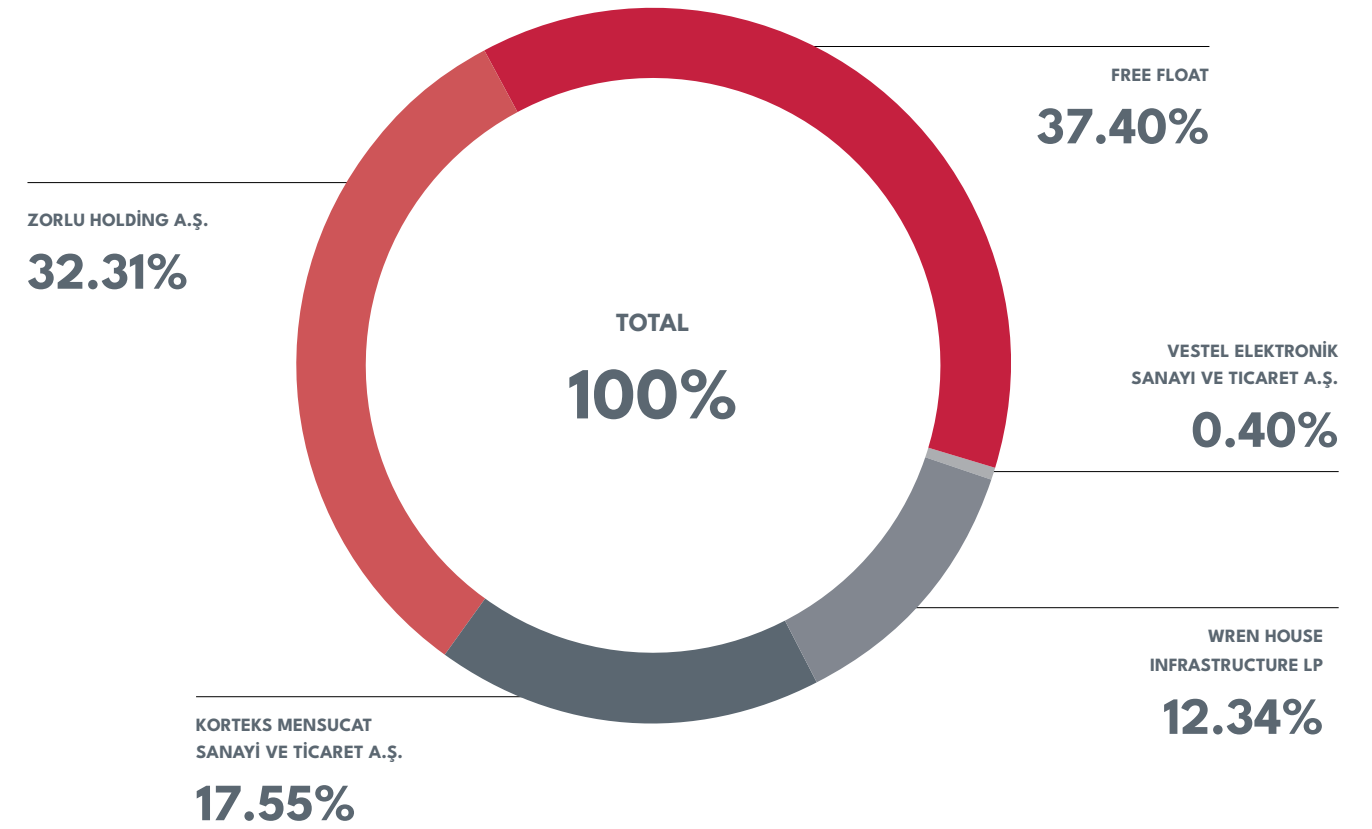
Since its inception, Zorlu Enerji has contributed to the energy sector through innovative and sustainable energy solutions, offering integrated services.

ENERGY

SHAREHOLDING STRUCTURE

As of December 31, 2024, Zorlu Enerji's paid-in capital is TRY 5,000,000,000, and the shareholding structure and capital distribution of the Company are as follows.

Shareholder's Trade Name	Nominal Share Amount (TRY thousand)	Share in Capital (%)
Zorlu Holding A.Ş.	1,615,434	32.31%
Free Float	1,869,981	37.40%
Korteks Mensucat Sanayi ve Ticaret A.Ş.	877,373	17.55%
Wren House Infrastructure LP	617,212	12.34%
Vestel Elektronik Sanayi ve Ticaret A.Ş.	20,000	0.40%
TOTAL	5,000,000	100.00%



ENERGY

ZORLU ENERJİ FINANCIAL RESULTS FOR 2024

29,657

TRY Million
Net Sales Revenues

13%

Gross Profit
Margin

12,192

TRY Million
EBITDA



TÜRKİYE HAS DEPLOYED OVER
5 GW OF NEW INSTALLED
CAPACITY IN 2024.

Propelled by investments in solar and wind energy, Türkiye commissioned over 5 GW of new installed capacity in 2024.

ENERGY INDUSTRY
IN TÜRKİYE AND THE
WORLD IN 2024

Global Electricity Generation and Sales

The Strong Surge of Renewable Energy Sources

The year 2024 marked a significant breakthrough in global electricity generation from renewable energy sources. According to the Global Electricity Review published by Ember, 40.9% of the world's electricity was generated from zero-emission sources—namely solar, wind, hydro, and nuclear. This figure stands among the highest ever recorded in the history of modern energy.

Solar power in particular saw a remarkable leap in 2024, growing by 29% compared to the previous year and generating 474 TWh. This means that solar energy alone accounted for 6.9% of global electricity production. Wind energy also experienced a 7.8% increase, raising its share in total production to 8.1%. Other low-emission sources, such as hydroelectric and nuclear power, contributed approximately 25% collectively.

Global Electricity Demand and Driving Factors

Global electricity demand rose by around 4% in 2024. This growth was driven by several key factors: the energy-intensive operation of data centers and artificial intelligence systems, the rising adoption of electric vehicles, the expansion of heat pumps and digital infrastructures, and the acceleration of industrialization in developing countries. To meet this surging demand, many nations—most notably China, India, the United States, and EU member states—have ramped up their investments in clean energy.

The Share of Fossil Fuels

Despite the rapid rise of renewables, fossil fuels still play a substantial role in global electricity generation. In 2024, coal accounted for 34% of electricity production, natural gas for 22%, and oil for 3%. These shares are notably higher in developing countries where the energy transition is still underway.



Electricity Generation and Sales in Türkiye

Total Electricity Generation and Source Breakdown

Türkiye's total electricity generation in 2024 reached approximately 330 terawatt-hours (TWh).

Breakdown by energy source:

Renewable sources (42.7%)

- Hydropower: 21.5%
- Wind and solar: 18% (solar: 7.5%, wind: 10.5%)
- Geothermal: 3.2%

Fossil fuels (54.1%)

Natural gas: 18.9%
Coal: 35.2%

Other sources: 3.2%

Propelled by investments in solar and wind energy, Türkiye commissioned over 5 GW of new installed capacity in 2024. Provinces such as Konya, Şanlıurfa, Eskişehir, and Çanakkale stood out as leading regions contributing to this growth.

Electricity Consumption and Sectoral Distribution

Türkiye's total electricity consumption in 2024 stood at approximately 320 terawatt-hours (TWh), representing an increase of around 4% compared to 2023. In terms of sectoral distribution, consumption broke down as follows: Industry: 40%, Residential: 30%, Commercial: 20%, Agriculture, public services, and other sectors: 10%.

This distribution reflects rising electricity demand in organized industrial zones, the growing use of air conditioning and heating systems in households, and the continued expansion of digital infrastructure.

Electricity Markets, Prices, and Eligible Consumers

As of 2024, the number of eligible (free) consumers in Türkiye surpassed 6 million, indicating increased consumer choice and growing competition in the electricity market. In the Day-Ahead Market operated by EPIAŞ (Energy Markets Operation Corporation), average electricity prices hovered around 1,200 TRY/MWh, marking a roughly 10% increase compared to 2023. The year also witnessed significant strides in the digitalization of electricity trading. Many energy suppliers began offering their customers mobile applications that enabled real-time price comparisons and contract management services.

Investments and Vision for the Future

In 2024, total investments in Türkiye's energy sector reached approximately USD 15 billion. Around 60% of these investments were directed toward renewable energy projects, with state-supported tenders and YEKA (Renewable Energy Resource Zones) projects playing a particularly prominent role. Türkiye has set a target to generate at least 65% of its installed capacity from renewable sources by 2035.

ENERGY

ZORLU ENERJİ STANDS AS TÜRKİYE’S FOREMOST LEADER IN GEOTHERMAL ENERGY.

Both in Türkiye and internationally, it supports low-carbon energy targets through its geothermal, wind, solar, and hydroelectric power plants, standing as Türkiye’s foremost leader in geothermal energy.

ZORLU ENERJİ’S ACTIVITIES IN 2024

Since its inception, Zorlu Enerji has contributed to the energy sector through innovative and sustainable energy solutions, offering integrated services across electricity generation, distribution, trading, smart energy systems, and electric vehicle charging infrastructure.

With a total installed capacity of 881.37 MW, Zorlu Enerji produces low-carbon electricity. Both in Türkiye and internationally, it supports low-carbon energy targets through its geothermal, wind, solar, and hydroelectric power plants, standing as Türkiye’s foremost leader in geothermal energy. contributing approximately 20% of the country’s total installed geothermal capacity.

Aligned with its long-term growth strategy, Zorlu Enerji is planning further investments to expand its renewable energy capacity by 2035. The Company’s primary goal in this regard is to accelerate investments in renewable energy and contribute to building a sustainable energy future.

ELECTRICITY GENERATION

In Türkiye, 92% of Zorlu Enerji’s domestic installed capacity, and 70% of its total installed capacity, are based on renewable energy sources. All electricity generation within Türkiye is derived entirely from renewable sources.

ELECTRICITY DISTRIBUTION AND RETAIL SALE

In 2017, Zorlu Enerji incorporated Osmangazi Elektrik Dağıtım A.Ş. (OEDAŞ) and Osmangazi Elektrik Perakende Satış A.Ş. (OEPSAŞ) into its corporate structure, thereby establishing a strong position in both electricity distribution and retail sale. Through its operations in these areas, the Company maximizes the reliability of energy supply and prioritizes customer satisfaction through investments focused on digitalization and sustainability.

ELECTRICITY DISTRIBUTION OPERATIONS – OSMANGAZİ ELEKTRİK DAĞITIM A.Ş. (OEDAŞ)

Operating in the provinces of Afyonkarahisar, Bilecik, Eskişehir, Kütahya, and Uşak, Osmangazi Elektrik Dağıtım A.Ş. (OEDAŞ) sets itself apart in the sector through investments focused on technology and localization. The Company manages, modernizes, maintains, and repairs the electricity distribution network across its service area. Since 2017, OEDAŞ has invested a total of TRY 19.4 billion in infrastructure modernization, reducing the average network age from 26 to 16 years. The Company continues to prioritize infrastructure investments, particularly in rural areas. With its ongoing efforts to improve supply and service quality, OEDAŞ had expanded its customer base to over 2 million subscribers by the end of 2024.

In 2024, the System Average Interruption Duration Index (SAIDI) was recorded at 15.5 hours per customer annually. According to the System Average Interruption Frequency Index (SAIFI), there were

on average 23.6 interruptions per customer, while the Customer Average Interruption Duration Index (CAIDI) was measured at 39.45 minutes. The loss-theft rate in electricity distribution was calculated at 6.98% in 2024. Investments aimed at reducing outages and technical losses continue to contribute to energy security and customer satisfaction.

Zorlu Enerji monitors its electricity distribution networks 24/7 using unmanned aerial vehicles (UAVs) and thermal-camera-equipped drones. These technologies enable real-time fault detection and, when necessary, remote interventions. During the winter months, drone-assisted operations have proven particularly effective in preventing transformer freeze-ups—an innovation that significantly enhances operational flexibility.

RETAIL SALES OPERATIONS – (OEPSAŞ)

OEPSAŞ provides uninterrupted service to its customers through 18 Customer Service Centers and 1,277 contracted payment points across the provinces of Afyonkarahisar, Bilecik, Eskişehir, Kütahya, and Uşak. Serving approximately 2 million subscribers and eligible consumers in the Osmangazi Electricity Distribution Region, OEPSAŞ has established itself as a leader in the retail electricity market, extending its reach beyond regional boundaries. With its innovative and digitalization-driven solutions, OEPSAŞ has achieved a 95.2% customer satisfaction rate, distinguishing itself within the sector.

Through pioneering digital transformation initiatives, the Company continues to make its services more accessible and environmentally friendly. By offering remote contract signing and online transaction platforms, it has significantly accelerated the subscription process, and by promoting the use of digital invoices, it saves paper, water, and energy. These efforts not only enhance convenience for customers but also contribute meaningfully to the Company’s sustainability goals.

ZORLU ENERJİ’S INSTALLED CAPACITY

With a total installed capacity of 881.37 MW, Zorlu Enerji is one of Türkiye’s leading energy companies. In Türkiye, 92% of Zorlu Enerji’s domestic installed capacity, and 70% of its total installed capacity, are based on renewable energy sources. Notably, 100% of the Company’s electricity generation in Türkiye is derived from renewable sources.

Zorlu Enerji’s Installed Capacity in Türkiye

Power Plant	Company	Location	Type	Electricity Generation Capacity (MW)	Steam Generation Capacity (Ton/Hours)	Direct and Indirect Shares (%)
Natural Gas				49.53	98.00	
Lüleburgaz	Zorlu Enerji Elektrik Üretim AŞ	Lüleburgaz, Kırklareli	Cogeneration Natural Gas	49.53	98.00	100
Wind				135.00	-	
Gökçedağ (Rotor)	Rotor Elektrik Üretim A.Ş.	Osmaniye	Wind	135.00	-	100
Hydro				118.94	-	
Tercan	Zorlu Doğal Elektrik Üretimi A.Ş.	Erzincan	Hydro (with Reservoir)	15.00	-	100
Kuzgun	Zorlu Doğal Elektrik Üretimi AŞ	Erzurum	Hydro (with Reservoir)	20.90	-	100
Ataköy	Zorlu Doğal Elektrik Üretimi A.Ş.	Tokat	Hydro (with Reservoir)	5.50	-	100
Mercan	Zorlu Doğal Elektrik Üretimi A.Ş.	Tunceli	Hydro (Canal Type)	20.40	-	100
Çıldır	Zorlu Doğal Elektrik Üretimi A.Ş.	Kars	Hydro (with Reservoir)	15.40	-	100
İkizdere	Zorlu Doğal Elektrik Üretimi A.Ş.	Rize	Hydro (Canal Type)	24.94	-	100
Beyköy	Zorlu Doğal Elektrik Üretimi A.Ş.	Eskişehir	Hydro (Canal Type)	16.80	-	100
Geothermal				305.00	-	
Kızıldere 1	Zorlu Doğal Elektrik Üretimi A.Ş.	Denizli	Geothermal	15.0	-	100
Kızıldere 2	Zorlu Doğal Elektrik Üretimi A.Ş.	Denizli	Geothermal	80.00	-	100
Kızıldere 3	Zorlu Doğal Elektrik Üretimi A.Ş.	Denizli-Aydın	Geothermal	165.00	-	100
Alaşehir 1	Zorlu Doğal Elektrik Üretimi A.Ş.	Manisa	Geothermal	45.0	-	100
TOTAL				608.47	98.00	

ENERGY

ZORLU ENERJİ BOASTS
A TOTAL OF 881.37 MW
INSTALLED CAPACITY.

Overseas Installed Capacity

Power Plant	Company	Location	Type	Electricity Generation Capacity (MW)	Steam Generation Capacity (Ton/Hour)	Direct and Indirect Shares (%)
Natural Gas [*]				215		
Dorad ^{**}	Dorad Energy Ltd.	Israil	Combined Cycle Natural Gas	215	-	25
Wind				56.4		
Jhimpir	Zorlu Enerji Pakistan Ltd.	Pakistan	Wind	56.4		100
Solar				1.5		
Dead Sea ^{**}	ZJ Strong Energy for Renewable Energy Ltd.	Palestine	Solar	1.5	-	75
TOTAL				272.9	-	

^{*} Sales transactions were initiated in 2024 with a focus on renewable energy.
^{**} The installed capacity of the power plants is given based on the shareholding percentage.

Licenses, Pre-licenses and Permits
Domestic licenses, pre-licenses and permits

Company	Power Plant	Type	Location	Electricity Generation Capacity ^{***} (MWp/MWe)
Generation Licenses				
Zorlu Jeothermal Enerji Elektrik Üretimi A.Ş.	Alaşehir	Geothermal	Manisa	45
Zorlu Jeothermal Enerji Elektrik Üretimi A.Ş.	Alaşehir Hybrid Phase 1	Solar	Manisa	3.7543
Zorlu Jeothermal Enerji Elektrik Üretimi A.Ş.	Alkan Jeothermal [*]	Geothermal	Manisa	18.6
Zorlu Jeothermal Enerji Elektrik Üretimi A.Ş.	Alkan Jeothermal Hybrid [*]	Solar	Manisa	0.21746
Zorlu Doğal Elektrik Üretimi A.Ş.	Kızıldere 1 GPP	Geothermal	Denizli	15
Zorlu Doğal Elektrik Üretimi A.Ş.	Kızıldere 1 Hybrid	Solar	Denizli	0.99
Zorlu Doğal Elektrik Üretimi A.Ş.	Kızıldere 2 GPP	Geothermal	Denizli	80
Zorlu Doğal Elektrik Üretimi A.Ş.	Kızıldere 2 Hybrid	Solar	Denizli	11.9947
Zorlu Doğal Elektrik Üretimi A.Ş.	Kızıldere 3 GPP	Geothermal	Aydın	165
Zorlu Doğal Elektrik Üretimi A.Ş.	Kızıldere 3 Hybrid Phase 1	Solar	Aydın	24.7498
Zorlu Doğal Elektrik Üretimi A.Ş.	Kızıldere 3 Hybrid Phase 2	Solar	Aydın	32.6012
Rotor Elektrik Üretim A.Ş.	Gökçedağ WPP	Wind	Osmaniye	135
Rotor Elektrik Üretim A.Ş.	Gökçedağ WPP Additional Capacity ^{**}	Wind	Osmaniye	46.6
Rotor Elektrik Üretim A.Ş.	Gökçedağ Hybrid Phase 1	Solar	Osmaniye	9.6088

Pre-licenses				
Zorlu Doğal Elektrik Üretimi A.Ş.	Tekkehamam 2	Geothermal	Denizli	35
Zorlu Jeothermal Enerji Elektrik Üretimi A.Ş.	Alkan 2	Geothermal	Manisa	10
Zorlu Elektrik İthalat İhracat Toptan Satış A.Ş.	Yeniçiftlik	Wind with Storage	Tekirdağ	250
Zorlu Elektrik İthalat İhracat Toptan Satış A.Ş.	Hamitabat	Wind with Storage	Kırklareli	125
Operating Permits				
Zorlu Jeothermal Enerji Elektrik Üretimi A.Ş.	Alaşehir No. 193	Geothermal	Manisa	
Zorlu Doğal Elektrik Üretimi A.Ş.	Kızıldere No. 48	Geothermal	Denizli	
Zorlu Jeothermal Enerji Elektrik Üretimi A.Ş.	Simav-Yeniköy	Geothermal	Kütahya	-
Zorlu Jeothermal Enerji Elektrik Üretimi A.Ş.	Nazilli Diracık	Geothermal	Aydın	-
Zorlu Jeothermal Enerji Elektrik Üretimi A.Ş.	Kuyucak	Geothermal	Aydın	-
Nemrut Jeothermal Elektrik Üretimi A.Ş.	Nemrut No 004	Geothermal	Bitlis	-
Nemrut Jeothermal Elektrik Üretimi A.Ş.	Nemrut No 09	Geothermal	Bitlis	-
Zorlu Jeothermal Enerji Elektrik Üretimi A.Ş.	Gedik No. 14	Geothermal	Ağrı	-
Zorlu Jeothermal Enerji Elektrik Üretimi A.Ş.	Mutlu No. 15	Geothermal	Ağrı	-

^{*}The name of Alaşehir 2 GPP Project was changed to Alkan GPP.
^{**}Electricity generation capacity is given as MWp for solar power plants and as MWe for other power plants.

Foreign licenses, pre-licenses and permits

Company	Power Plant	Type	Location	Electricity Generation Capacity ^{***} (MWp/MWe)
Generation Licenses				
Zorlu Sun Power (Private) Limited ("Zorlu Sun Power Pakistan")	Solar Photovoltaic	Solar	QASP, Bahawalpur, Pakistan	100 MWp (DC)
Zorlu Sun Power (Private) Limited ("Zorlu Sun Power Pakistan")	Solar Photovoltaic	Solar	QASP, Bahawalpur, Pakistan	100 MWp (DC)
Zorlu Sun Power (Private) Limited ("Zorlu Sun Power Pakistan")	Solar Photovoltaic	Solar	QASP, Bahawalpur, Pakistan	100 MWp (DC)

ENERGY

ZORLU ENERJİ IS EXPANDING ITS RENEWABLE ENERGY INVESTMENTS INTERNATIONALLY THROUGH ELECTRIP GLOBAL.

Zorlu Enerji extends its expertise in electric vehicle station management and solar energy internationally through Electrip Global, operating in seven countries.

Zorlu Enerji stands among the industry leaders through its partnerships in electric vehicle charging operations and solar energy.

PRODUCTS AND SERVICES

Electric Vehicle Charging Stations and Smart Systems

Committed to reducing carbon emissions and advancing sustainable development, Zorlu Enerji invests in innovative technologies and solutions that support the growth of electric mobility. Through its ZES brand, the Company has built Türkiye's most extensive electric vehicle charging infrastructure, reinforcing its position as a market leader. In Europe, these operations are carried out under the Electrip brand. Zes now provides seamless driving experiences at over 1,800 public locations, with nearly 5,000 EV charging sockets available nationwide.

Embedding sustainability across all operations, Zorlu Enerji ensures that electricity delivered through Zes stations is sourced from renewable energy, verified with YEK-G certification. ZES moved forward to invest in advanced technologies that will enhance the travel experience of electric vehicle users and accelerate the adoption of electric vehicles. Guided by this vision, it is committed to driving industrial transformation and digital innovation, to play a leading role in shaping the sector's transition and advancing the electric vehicle ecosystem.

Electrip: Growth in the E-Mobility Sector

Electrip, a joint venture between Zorlu Enerji and Wren House, is expanding its footprint across Europe, aligning with the global EV charging network. Through its collaboration with Hubei, Electrip is advancing toward full integration with the world's largest e-roaming network, enabling EV users to access different charging points with one mobile application — seamlessly and flexibly.

This unified network, combining Türkiye's nearly 5,000 ZES charging sockets with Electrip stations across Europe, delivers a smoother user experience and helps propel the region's e-mobility transition.

ZES Solar

Leveraging its renewable energy expertise, Zorlu Enerji has entered the solar energy market with the ZES Solar brand, further cementing its leadership in clean energy. With a diverse product offering, strategic collaborations, and innovative business models, ZES Solar shapes the sustainable energy transformation across Türkiye and neighboring countries.

Zes Solar undertakes the local production of solar panels, serves as the Turkish distributor for the Tier-1 solar panel brand Astronergy, and also represents leading global inverter brands such as TBEA, Huawei, Solis, and Enphase in Türkiye. Domestic production, quality, and full adherence to international standards in supplying solar power plants are top priorities for the Company.

Strategic Partnerships

Supporting local manufacturing and employment remains a central objective for Zorlu Enerji. Through strong partnerships with domestic stakeholders, the Company aims to enhance Türkiye's competitiveness in the solar energy sector. The locally manufactured solar panels used in O&M projects contribute to strengthening the domestic industry while also adding value to the national economy.

Zes Solar and Smart Energy Collaboration

At Intersolar Europe 2025, one of the world's premier solar energy exhibitions, Zes Solar signed a panel supply agreement with Smart Güneş Teknolojileri, a major domestic solar panel manufacturer.



As part of this agreement, panels produced with locally sourced solar cells at Smart's integrated facility in Aliğa will be delivered for use in ZES Solar's projects, under an Investment Incentive Certificate.

This strategic collaboration is poised to play a key role in advancing Türkiye's local and clean energy targets and supporting the country's energy transformation.

ZES Solar and Astronergy Partnership

Thanks to its strategic collaboration with Astronergy, ZES Solar has introduced N-Type TOPCon PV modules — the brand's latest technology — to the Turkish market. The agreement outlines a supply plan of up to 1 GW of PV modules over three years. Simultaneously, joint photovoltaic projects with international companies are helping strengthen export activities and promote the global use of solar energy.

ZES Solar and TBEA Cooperation

Under a newly signed distribution agreement with TBEA Sunoasis Group, ZES Solar has become the sole authorized distributor for TBEA's central inverter solutions in Türkiye. This partnership is expected to inject new momentum into the Turkish solar industry, advancing national renewable en-

ergy goals while supporting knowledge and technology transfer on a global scale. It also contributes to greater project efficiency and long-term sustainability.

EPC, Operation, and Maintenance Services

Building on its expertise in renewable energy, Zorlu Enerji plays a leading role in the development, construction, and operation of energy projects both in Türkiye and international markets. Through its EPC (Engineering, Procurement, and Construction), maintenance, and operation services, the Company supports energy infrastructure with sustainable, innovative, and efficiency-driven solutions.

Zorlu Enerji Management Systems

Zorlu Enerji is not only the first domestic energy company in Türkiye to obtain the ISO 9001 Quality Management System certification but also holds an Integrated Management System that meets the standards of ISO 9001 (Quality Management), ISO 45001 (Occupational Health and Safety Management), ISO 14001 (Environmental Management), ISO 27001 (Information Security Management), as well as the SA 8000 Social Responsibility Management System certification — the first of its kind in the industry. ISO 50001 Energy Management System certification has been obtained for managing and improving energy performance at the Kızıldere and Gökçedağ power plants.

Building on its expertise in renewable energy, Zorlu Enerji plays a leading role in the development, construction, and operation of energy projects both in Türkiye and international markets.

ENERGY

THE WIND POWER PLANT MAINTENANCE AND REPAIR CENTER HAS BEEN LAUNCHED IN DENİZLİ.

Zorlu Enerji, in strategic collaboration with German technology leader Schaeffler, has launched Türkiye’s first large-scale Wind Power Plant Maintenance and Refurbishment Center in Denizli.

As part of its renewable energy portfolio in Pakistan, Zorlu Enerji contributes to the country’s clean energy supply through the Jhimpir Wind Power Plant, which boasts an installed capacity of 56.4 MW.

INTERNATIONAL INVESTMENTS

Pakistan

As part of its renewable energy portfolio in Pakistan, Zorlu Enerji contributes to the country’s clean energy supply through the Jhimpir Wind Power Plant, which boasts an installed capacity of 56.4 MW. To strengthen energy generation continuity, the Company is advancing a hybrid renewable energy project that will integrate solar capacity into the existing wind installation. The goal is to raise the total installed capacity to 300 MW upon completion.

In parallel, new solar power projects are under development in the Punjab Province, supported by long-term generation licenses granted by the National Electric Power Regulatory Authority (NEPRA). In the Jhimpir region, progress continues on the development of a new solar plant with a planned capacity of 30 MWp.

Meanwhile, in Bahawalpur, Phase I of a large-scale solar power plant project is currently under construction, featuring a capacity of 100 MWp. Phases II and III, each also projected at 100 MWp, are in the planning pipeline. These investments collectively underscore Zorlu Enerji’s contribution to expanding the availability of clean, reliable, and sustainable energy across Pakistan.

Palestine

Pursuing its strategy to diversify and expand its renewable energy operations, Zorlu Enerji has made a strategic investment in Palestine’s Jericho region via ZJ Strong Energy For Renewable Energy Ltd. Co., in which it holds a 75% stake. The Dead Sea Solar Power Plant, with an installed capacity of 1.998 MWp, supports the region’s sustainable energy generation efforts.

Additionally, under a joint venture formed with the Palestinian energy utility JDECO, Zorlu Enerji is working toward the development of solar power facilities with a combined capacity of 100 MW.

Zorlu Maintenance and Refurbishment Center

Zorlu Enerji, in strategic collaboration with German technology leader Schaeffler, has launched Türkiye’s first large-scale Wind Power Plant Maintenance and Refurbishment Center in Denizli. Certified by Schaeffler, the center is not only a pioneering facility in Türkiye but also one of only three worldwide to hold this distinction.

Providing workshop-level maintenance and refurbishment services aligned with international standards, the center offers high-precision solutions for wind turbine components. This investment is designed to:

- Reduce reliance on foreign suppliers and eliminate supply chain vulnerabilities,
- Optimize operational costs while enhancing energy output efficiency,
- Encourage local content usage and generate new employment opportunities.

Established under the Zorlu Holding umbrella, the workshop delivers fast, reliable, and high-quality service for core wind turbine components. Positioned to serve over 4,000 wind turbines across Türkiye, it is designed not only for Zorlu Enerji’s own fleet but also for the broader market—marking a significant step toward becoming a globally recognized service hub in the sector.

Circular Economy and Wind Turbine Recycling

Zorlu Enerji has secured grant funding from the European Union’s Horizon Europe program for its involvement in two major projects—JIDEP and ELOIAN—focused on supporting wind turbine recycling and promoting circular economy practices. Through these initiatives:

- Composite materials are recycled into reusable raw materials for downstream industries such as automotive, maritime, and ICT.
- Recovery and repurposing of wind turbine blades is actively supported, reducing environmental impact.

These efforts represent significant steps toward advancing waste management and boosting resource efficiency in line with sustainability objectives.

Eskişehir Electrical Panel Factory

In 2023, Zorlu Enerji commissioned the Eskişehir Electrical Panel Factory to produce specialized panels tailored to the needs of electric vehicle charging stations. This facility plays a key role in strengthening the technical backbone of the EV ecosystem while enabling more efficient and scalable operational management.



CERTIFICATIONS

Certification	Operation Facility Coverage Percentage
ISO 27001 Information Security Management System	22%
ISO 9001 Quality Management System	83%
ISO 14001 Environmental Management System	83%
ISO 45001 Occupational Health and Safety Management System	83%
SA 8000 Social Responsibility Management System	44%
ISO 50001 Energy Management System	11%
ISO 14046 Water Footprint Management	17%
ISO 14064 Corporate Carbon Footprint Management	22%
ISO 10002 Customer Satisfaction Management System	100%
ISO 18295-1 Customer Relations Centers	100%
ISO 18295-2 Customer Relations Centers	100%

Zorlu Enerji has secured grant funding from the European Union’s Horizon Europe program for its involvement in two major projects—JIDEP and ELOIAN—focused on supporting wind turbine recycling and promoting circular economy practices.

ENERGY

ZORLU ENERJİ IS RECOGNIZED AS ONE OF THE TOP TEN MOST REPUTABLE BRANDS IN THE ENERGY SECTOR.

At the 8th A.C.E. (Achievement in Customer Excellence) Awards organized by Şikayetvar, Zorlu Enerji was named the top brand in the energy retail category and received the prestigious Diamond Award for the sixth time, in recognition of its excellence in managing customer experience.

AWARDS IN 2024

One of the Most Reputable Companies in the Energy Sector

At the 13th edition of the Türkiye Reputation Index Survey conducted by Türkiye Reputation Academy, Zorlu Enerji was recognized as one of the ten most reputable brands in the energy sector.

Sixth Consecutive “Diamond” Award for Customer Experience

At the 8th A.C.E. (Achievement in Customer Excellence) Awards organized by Şikayetvar, Zorlu Enerji was named the top brand in the energy retail category and received the prestigious Diamond Award for the sixth time, in recognition of its excellence in managing customer experience.

Two Awards for Women-Friendly Projects

At the 2024 Women-Friendly Brands Awareness Awards organized by the Women-Friendly Brands Platform, Zorlu Enerji received accolades in two categories. The project “Eşit Bi’Hayat Sözlüğü” was honored with an award in the Societal Gender Equality Awareness category, while “Kadının Gücü, Geleceğin Gücü” was recognized in the Women’s Employment and Workplace Equality category.

Three Awards for Social Responsibility Projects

At the Communitas Awards, which celebrate outstanding social responsibility initiatives, Zorlu Enerji earned three awards: “Ders Destek” Project – Company Community Service/Philanthropy “ZExperience” – Organization Community Service “Net Zero Roadmap” – Ethical and Environmental Responsibility/Sustainability.

International Recognition for the 2023 Integrated Annual Report

Prepared with a unique concept leveraging artificial intelligence, the 2023 Integrated Annual Report received the Platinum Award at the Mar-Com Awards, one of the most prestigious honors in marketing communications.

“Low Carbon Hero” Award

The project “Green Step, Clean Future: JİDEP” was awarded the Low Carbon Hero prize at the 9th Istanbul Carbon Summit, hosted by Istanbul Technical University.

Sinan Ak Among Top Sustainability Leaders

Sinan Ak, who served as President of Zorlu Energy Group from 2016 to the end of 2024 and passed the baton to Elif Yener, was ranked 31st in Fast Company’s “Top 50 Sustainability Leaders” list for his leadership in driving sustainability forward.

GECO Project Honored at the Green World Awards

Organized by The Green Organization, the Green World Awards recognize the efforts of businesses, industries, governments, ministries, departments, agencies, authorities, and individuals that have a positive impact on the environment. The GECO was crowned with an award in the Fuel, Power & Energy / Carbon Reduction category.

Bronze Award at the Stevie Awards

At the 21st Annual International Business Awards®, Zorlu Enerji’s Zes brand received the Bronze Award in the Customer Service Department of the Year category.

GECO Project Among the Most Innovative

Zorlu Enerji was ranked 22nd in Fast Company’s “Top 50 Most Innovative Companies” list with its GECO project.

Two Wins at the Best Business Awards

At the UK’s highly esteemed Best Business Awards, the “Enerjimiz Eşit” project by OEDAŞ received the Equality, Diversity and Inclusion Programme award, while the Partial Discharge Detection via Radio Frequency Emissions project was granted the Climate Action Award.



ENERGY

ZORLU ENERJİ STRIVES TO CREATE LONG-TERM VALUE FOR ITS STAKEHOLDERS.

Zorlu Enerji regards sustainability as a cornerstone of its business strategy and is committed to creating long-term value for its stakeholders across all operations.

ZORLU ENERGY GROUP AND SUSTAINABILITY

Zorlu Enerji recognizes the critical importance of protecting natural resources in the face of ever-evolving economic challenges. With the accelerating climate crisis driven by rapid population growth and industrialization, both governments and the private sector are called upon to take proactive and decisive action. Guided by this awareness, Zorlu Enerji closely monitors global developments and adapts to changes in the energy landscape, taking firm steps to implement necessary measures.

The Company is committed not only to reducing environmental impacts but also to contributing to the restoration of degraded ecosystems. With its pioneering practices, Zorlu Enerji champions the sustainable transformation of the energy sector and adds value to every stakeholder across its business ecosystem.

By placing sustainability at the core of its corporate strategy, Zorlu Enerji aims to generate long-term value for all its stakeholders. With a vision to lead the transition to a low-carbon economy, the Company develops innovative solutions to combat climate change and steers the transformation of the energy sector.

Aligned with UN Sustainable Development Goal 7: Affordable and Clean Energy, Zorlu Enerji actively supports universal access to clean energy by 2030. The Company prioritizes investments in renewable energy sources such as solar, wind, and geothermal.

Strengthening clean energy infrastructure and expanding technological investments are key to fostering not only economic development—particularly in emerging markets—but also environmental sustainability. Accordingly, Zorlu Enerji focuses on high-potential renewable resources, especially solar energy, in fast-liberalizing and high-demand regions such as Asia and the Middle East.

In this context, the Company places strategic emphasis on its decarbonization journey. Its net-zero carbon targets for 2030 and 2040 have been officially validated by the Science Based Targets initiative (SBTi), underscoring the credibility and effectiveness of its climate actions on a global scale. With unwavering commitment, Zorlu Enerji works toward achieving net-zero emissions across its operations and value chain by 2040. It is actively phasing out natural gas power plants from its international portfolio while expanding domestic renewable energy investments to international markets—reinforcing its ambition to build a sustainable energy future.

Zorlu Enerji approaches sustainability through a holistic lens—environmental, social, and governance. It continues to deliver social benefits through projects that support education, local development, and women’s employment, while also safeguarding biodiversity and ensuring the long-term sustainability of natural ecosystems.

SUSTAINABILITY MANAGEMENT

Zorlu Enerji regards sustainability as a cornerstone of its business strategy and is committed to creating long-term value for its stakeholders across all operations. By pioneering innovative solutions to combat the climate crisis and leading the transition to a low-carbon economy, the Company plays an active role in shaping the transformation of the energy sector.

The Board of Directors acts as the highest decision-making body in the governance of sustainability strategies. The Chair of the Board provides strategic vision on climate change and renewable energy, while also leading the management of high-level risks.

The Chair of the Sustainability Committee is responsible for evaluating the alignment of business strategies with climate adaptation, guiding the achievement of sustainability targets, and steering the transformation processes.

SUSTAINABILITY COMMITTEE

The effective management of the sustainability strategy is overseen by Zorlu Enerji’s Sustainability Committee. Chaired by an independent Board member, the committee systematically evaluates climate-related and broader environmental, social, and governance (ESG) risks and opportunities, helping to shape the Company’s long-term direction. Through regular meetings, the committee develops ESG strategies, monitors performance, and works to foster a culture of sustainability across the organization.

In line with the “Smart Life 2030” vision, various working groups established within the committee undertake comprehensive efforts focused on ESG expectations and identified priority areas.

In the environmental domain, the committee leads initiatives on climate change, biodiversity and ecosystems, pollution, and the circular economy. In the social domain, it prioritizes labor practices, workers within the supply chain, and impacted communities. In the area of governance, it focuses on business conduct, sustainable growth, innovation, and technology.



The working groups assess critical issues such as climate change through scenario-based analyses and report the associated risks to the Board-level Sustainability Committee. This process ensures that both physical and transition risks are addressed systematically, enabling the establishment of an effective risk management framework.

This governance structure supports the realization of Zorlu Enerji’s Net Zero emissions targets and sustainability commitments, guiding the Company toward the achievement of its short-term, medium-term, and long-term goals. As an integral part of the Smart Life 2030 strategy, Zorlu Enerji continues to take a leading role in sustainability-driven transformation.

In the 2024 meetings of the Sustainability Committee, a broad range of topics were addressed, including overarching sustainability activities, strategies for reducing carbon emissions, practices aimed at increasing the employment of women, and the integration of digital transformation processes into sustainability strategies.

SUSTAINABILITY STRATEGY

Zorlu Enerji advances toward its goal of becoming a fully decarbonized energy company by 2040. Since its establishment, the Company has shaped its operations around the vision of being “the clean energy company of the future,” with a core focus on renewable energy, energy efficiency, and sustainable practices.

Following a comprehensive assessment conducted in 2022, Zorlu Enerji’s sustainability strategy was structured around three core value areas: Regenerative Operations and Value Chain, People and Culture, and Impact-Oriented Growth.

Within this framework:

- A carbon-neutral value chain is targeted, with projects launched to protect biodiversity.
- Employee wellbeing and social development are prioritized, with a commitment to reaching 40% female representation in executive roles based on principles of diversity and inclusion.
- Investments in digitalization, e-mobility, and sustainable finance are increasing, while impact-driven business models are being developed with the goal of contributing 20% of total revenue by 2030.

As of 2024, Zorlu Enerji has adopted a double materiality approach, updating its material topics based on both internal financial impacts and external environmental and social outcomes. These topics are integrated into the Company’s three core value areas, forming the foundation of its sustainability strategy.

REGENERATIVE OPERATIONS AND VALUE CHAIN

Drawing strength from nature, Zorlu Enerji strives to minimize its environmental impact and execute projects that help restore ecosystems. Global environmental challenges such as climate change, resource depletion, and biodiversity loss are at the core of the Company’s business strategy. Through innovative solutions and sustainable investments, Zorlu Enerji actively contributes to the low-carbon transition. Operating under an ISO 14001-certified environmental management system, the Company continuously improves its environmental performance through biodiversity conservation efforts, circular economy practices, and renewable energy projects. In 2024, environmental investments exceeded TRY 21.5 million. 7.4% of the R&D budget was allocated to low-carbon technologies, while transformation-focused projects were launched in energy storage, smart grids, and environmentally friendly production.

INTERNATIONAL SUSTAINABILITY RATINGS

As part of international sustainability ratings, Zorlu Enerji improved its score from 49 to 74 in the 2024 S&P Global Corporate Sustainability Assessment.

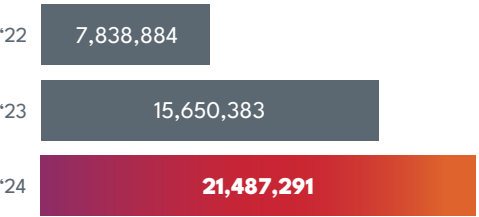
This assessment, which is restructured annually and compares thousands of companies across sectors, serves as a trusted benchmark for international investors. The 74-point score places Zorlu Enerji among the sector’s top performers globally.

Other notable ESG achievements include:

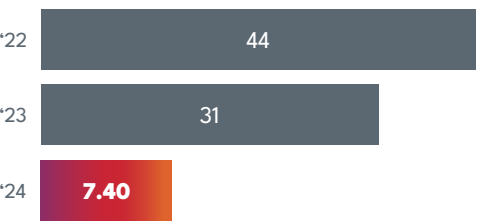
- Ranked 2nd globally and 1st in its sector among 338 companies in the London Stock Exchange Group (LSEG) global ESG assessment as of March 11, 2025.
- Earned a place in the S&P Global Sustainability Yearbook 2024 with a score of 73.
- Became the first energy company in Türkiye to sign on to the Science Based Targets initiative (SBTi), with scientifically validated emissions reduction targets.
- One of the first Turkish companies to publish a CDP Forests report, demonstrating increased transparency and accountability in environmental stewardship.
- Published its first TCFD (Task Force on Climate-related Financial Disclosures) report in 2024, clearly communicating its strategies for climate risk management.

Zorlu Enerji is committed not only to transforming its own operations but also its entire value chain. The Company is working to ensure that 100% of its electricity generation comes from renewable sources by 2030 and to reach net-zero emissions by 2040. Biodiversity conservation is an integral part of this effort, and nature-based solutions are supported in the regions where its facilities operate.

ENVIRONMENTAL SPENDING (TRY)



R&D BUDGET ALLOCATED FOR LOW CARBON TECHNOLOGIES (%)



ENERGY

ZORLU ENERJİ SUSTAINS RENEWABLE ENERGY INVESTMENTS UNWAVERINGLY.

In line with its Net Zero Emissions target, Zorlu Enerji maintains consistent investments in renewable energy and advances the energy transition through low-carbon emissions and environmentally friendly technologies.

Zorlu Enerji holds a leadership position in the Turkish energy sector for transparency and accountability. It became the first energy company in Türkiye to report its greenhouse gas emissions in line with the ISO 14064-1 standard.

COMBATING CLIMATE CHANGE

As a leader in climate action, Zorlu Enerji continues to reshape its business processes to build a sustainable future. In line with its Net Zero Emissions target, the Company maintains consistent investments in renewable energy and advances the energy transition through low-carbon and environmentally friendly technologies.

Zorlu Enerji holds a leadership position in the Turkish energy sector for transparency and accountability. It became the first energy company in Türkiye to report its greenhouse gas emissions in line with the ISO 14064-1 standard. Through its ongoing participation in the Carbon Disclosure Project (CDP), the

Company regularly shares its carbon footprint data and emissions reduction strategies with the public and investors.

Under the Science Based Targets initiative (SBTi), Zorlu Enerji's 2030 and 2040 targets were developed in full alignment with the 1.5°C scenario and have been officially validated. Accordingly, the Company is committed to significantly reducing its carbon intensity by 2030 and reaching Net Zero Emissions by 2040.

Greenhouse gas emissions at Zorlu Doğal (Kızıldere), Zorlu Enerji Elektrik Üretim A.Ş. (Lüleburgaz), and Zorlu Jeotermal (Alaşehir) facilities are calculated and reported in accordance with ISO 14064 standards.

Emission Intensity	2021	2022	2023	2024	2030 Goal	2040 Goal
Goal 1	0.402	0.385	0.277	0.264	0.11	0.01
Goal 2	240,009	231,565	233,941	256,047	139,206	24,000
Goal 3	0.42	0.40	0.40	0.45	0.11	0.002
Goal 4	665,027	782,414	576,312	55,070	498,770	66,502

Biodiversity and Ecosystems

The conservation of biodiversity and the sustainability of ecosystems form a cornerstone of Zorlu Enerji's sustainability approach. The Company supports the continuity of ecosystems through projects that respect the balance of nature and minimizes its environmental impact through innovative practices. While contributing to Türkiye's energy transformation, Zorlu Enerji continues to pioneer solutions for climate and nature, reshaping the future. Through the Zero Carbon Footprint Forests Project, it supports a sustainable future and creates a broad impact with awareness-raising activities.

In line with the Biodiversity Conservation Policy and the Deforestation Prevention Policy, the Company takes concrete steps to protect, restore, and sustainably manage ecosystems, restructuring its business model to minimize environmental impacts. It commits to the responsible use of natural resources belonging to nature and society and to applying protection, restoration, and rehabilitation processes according to sustainable management principles. Zorlu Enerji develops and implements projects to protect and improve natural habitats in the regions where it operates.

Water Footprint Management

Zorlu Enerji prioritizes the sustainable management of water resources as a strategic focus. It develops integrated solutions for water conservation and efficient use in response to global risks such as climate change and water stress. Water usage data is reported transparently through CDP, and ISO 14046 Water Footprint verification processes have been completed for facilities with high water consumption and are transparently shared with the public. The Kızıldere, Lüleburgaz, and Alaşehir plants hold these verification certificates. Additionally, at the Kızıldere 3 Geothermal Power Plant, domestic water use is reduced through a Reverse Osmosis (RO) system, and geothermal fluids are redirected to greenhouses and district heating systems. Water risks are monitored using international tools such as WRI and WWF; the insights gained are integrated into operational impact assessments and business plans.

Circular Economy

To minimize the impacts of raw material use on natural resource depletion and environmental degradation, a resource efficiency-focused approach is adopted. Sustainable resource management and the use of alternative materials are prioritized to reduce risks in raw materials and supply chain processes, especially in renewable energy technologies. Furthermore, waste management processes are strengthened in line with circular economy and recycling principles.



HUMAN AND CULTURE

Employees are one of the fundamental pillars enabling companies to adapt to changing conditions and achieve sustainable success. Accordingly, Zorlu Enerji positions human resources as an indispensable part of its value chain. Within the framework of Zorlu Holding's Smart Life 2030 vision, the Company integrates sustainability into its business practices, aiming to create a positive impact both within its own structure and in its sphere of influence. With investments based on renewable energy sources and a competent workforce, Zorlu Enerji consolidates its strong position, contributing to both Türkiye and the world.

Human Rights

Respect for human rights is one of the fundamental principles of Zorlu Enerji's operations. The Company ensures that employees are not adversely affected in business processes and addresses its human resources policies based on employee feedback and a human-centered management approach. To prevent violations such as forced labor,

human trafficking, child labor, freedom of association, collective bargaining rights, equal pay, and discrimination, Zorlu Enerji conducts comprehensive human rights due diligence processes across its value chain and performs Human Rights Impact Assessments (HRIAs).

Particularly in projects carried out in developing regions, Zorlu Enerji places utmost importance on respecting the rights of local communities and vulnerable groups. This approach is shaped not only by relevant labor legislation but also by the Company's commitments to the Universal Declaration of Human Rights, the International Covenant on Civil and Political Rights, the International Covenant on Economic, Social and Cultural Rights, the International Labour Organization's (ILO) Declaration on Fundamental Principles and Rights at Work, the United Nations Guiding Principles on Business and Human Rights (UNGPs), the OECD Guidelines, and the United Nations Global Compact.

ENERGY

ZORLU ENERJİ DELIVERED 42,355 HOURS OF OHS TRAINING TO EMPLOYEES.

During the 2024 reporting period, Zorlu Enerji delivered a total of 42,355 hours of occupational health and safety training to its employees, along with 21,834 hours of the same training for subcontracted employees.

OCCUPATIONAL HEALTH AND SAFETY

Given the operational complexity and high-risk nature of the sector, Zorlu Enerji adopts a prioritized and systematic approach to Occupational Health and Safety (OHS). Across all its operations—from geothermal energy production to electricity distribution—the Company carefully considers risks such as working at high voltage, toxic gas exposure, electric shocks, and mechanical hazards. The existence of these risks necessitates heightened attention to protecting employees’ physical and mental health and ensuring safe and sustainable operations.

Accordingly, Zorlu Enerji’s OHS management model is comprehensively structured to cover all employees, contractors, and operational processes. All OHS practices are conducted in accordance with ISO 45001 Occupational Health and Safety Management System standards. Risk analyses are performed based on the hierarchy of controls recommended by this standard in the hazard identification and risk mitigation processes.

OHS Trainings

Zorlu Enerji regularly monitors the effectiveness of its Occupational Health and Safety (OHS) trainings and continuously updates these programs with a commitment to ongoing improvement. In compliance with relevant legislation, all employees receive mandatory OHS training from the moment they commence employment. During the 2024 reporting period, the Company provided a total of 42,355 hours of OHS training to its employees and 21,834 hours to contractor personnel. Throughout this period, every contractor employee working on-site completed the required OHS training; individuals without such training were not granted access to the work sites. Training processes are meticulously recorded to ensure transparency and traceability, while proactively aiming to mitigate potential workplace safety risks.

Projects Implemented Within the Scope of OHS

Arc Flash Safe Operation System

To prevent workplace accidents caused by arc flash—one of the significant hazards in the electrical distribution sector—the Arc Flash Safe Op-

eration System was launched within OEDAŞ. This system aims to minimize the risk of arc flash incidents during maintenance and repair activities on electrical panels. The primary objective is to elevate personnel safety to the highest standards and introduce domestic and national technical solutions that establish sustainable safety benchmarks within the industry.

Visual Confirmation System (VCS) for Operational Safety

The Visual Communication System was introduced to reduce risks encountered in field operations and to manage Occupational Health and Safety (OHS) processes more effectively. As of June 2019, the System Operations and Distribution Services Departments at OEDAŞ commenced utilizing this system, which facilitated seamless real-time communication between field teams and the central control center, thereby enabling the remote authorization of work activities through this live link.

From April 2021 onwards, new features were integrated, allowing OHS experts to review and assess visual records, thereby further enhancing safety levels across operations.

Disaster Preparedness and Response Project

Zorlu Enerji implements a comprehensive disaster management strategy to safeguard employee safety during natural disasters and ensure uninterrupted energy supply. As part of this initiative, 70% of employees have received first aid certification. In collaboration with AFAD, a professional 27-person search and rescue team has been established, with regular training sessions to maintain their preparedness.



To preserve the continuity of energy infrastructure, generators, work towers, and fault detection equipment have been incorporated into operational planning. Moreover, various disaster scenarios are developed and tested, with continuous review and improvement of procedures based on collected data.

Virtual Environment Training Workshop for OEDAŞ Employees

OEDAŞ, the electricity distribution company, has established a Digital Workshop System aimed at deepening the professional knowledge and skills of approximately 1,300 employees. Supported by innovative tools such as virtual reality, augmented reality, and simulation technologies, this system offers a learning experience free from constraints of time and place. It develops interactive scenarios based on real-time problems encountered in maintenance, repair, and fault management. This immersive platform not only improves employees’ problem-solving capabilities but also strengthens the culture of workplace safety.

R&D

Aligned with its Sustainability Policy, Zorlu Enerji continues to focus on securing energy supply, intensifying competitiveness, and protecting the environment by maximizing the utilization of do-

mestic and renewable energy resources. The Company shapes its R&D activities in harmony with the United Nations Sustainable Development Goals (SDGs), closely following global standards and trends in the energy transition.

Within the framework of Zorlu Holding’s “Smart Life 2030” vision, the goal is to harness untapped potential in renewable energy by merging advanced technology with innovation. This contributes to the transition toward a low-carbon and self-sufficient economic model. The innovation efforts aim to transform industrial infrastructure into smart systems and ensure their effective operation. This approach addresses not only today’s needs but also embodies a forward-looking vision for the energy landscape of the future.

Zorlu Enerji considers innovation a cornerstone of its corporate culture and demonstrates its commitment to sustainable growth through the R&D and Innovation Pledge.

Playing an active role in multi-stakeholder projects supported by TÜBİTAK, Horizon 2020, and EMRA, Zorlu Enerji and its subsidiary OEDAŞ have extended their success to international platforms. The Company’s high ranking among “Most Successful Turkish Industrial Enterprises in Horizon 2020” reflects the tangible success of these initiatives.

R&D Projects

Horizon 2020 Projects

Horizon Europe – WindTwin

An innovative and integrated Wind Digital Twin is being developed to optimize the design, operation, and maintenance processes of wind farms. This system increases efficiency through advanced analytics and optimization tools while evaluating new business models, such as participation in local energy markets, thereby supporting sustainable growth.

Horizon 2020 – QuantEEFlex

The QuantEEFlex project aims to measure the economic, technical, and environmental value of energy flexibility in urban areas.

Horizon Europe – EOLIAN

The EOLIAN project investigates bio-based, repairable, and recyclable vitrimer composites for reliable and sustainable wind turbine blades. The goal is to extend the lifespan of wind energy systems and improve circularity by developing smart blades made from infinitely recyclable materials.

TWINVEST Project

The TWINVEST project creates a universal, open-source, and cyber-secure Digital Twin infrastructure. This innovative system simplifies decision-making processes in wind energy investments, providing investors with more efficient and reliable analyses.

Horizon Europe – Sehrene

Through the electrothermal energy storage (ETES) concept, renewable electricity and heat are stored and discharged when needed, raising energy efficiency. This system recovers waste heat, reduces carbon emissions, and strengthens energy security by providing backup power during outages.

eCharge4Drivers

The eCharge4Drivers project seeks to improve the charging experience for electric vehicle drivers by implementing ISO 15118 Plug & Charge integration and optimizing route planning and reservation processes. Pilot charging stations are tested to provide seamless and efficient charging.

JIDEP Project

JIDEP supports sustainable solutions for industrial data sharing. The project tests the recyclability of composite materials for reuse in various industrial fields, such as wind turbines, integrating industrial data with circular economy principles to develop more sustainable materials, products, and services.

“The data has been consolidated for Zorlu Enerji, OEDAŞ, and OEPSAŞ.

ENERGY

THE GEOSMART PROJECT IS IN PLACE TO INTEGRATE GEOTHERMAL POWER PLANTS WITH RENEWABLE ENERGY TECHNOLOGIES.

GeoSmart integrates geothermal power plants with renewable energy technologies, piloting applications at the Kızıldere site.

Through the DEEPLIGHT Project, efforts are underway to lower the cost of geothermal drilling while unlocking greater technical efficiency.



GeoSmart Project

GeoSmart integrates renewable energy technologies into geothermal plants, piloting applications at the Kızıldere site. Objectives include thermal storage of geothermal fluid, maximizing plant efficiency through CSP and biomass integration, and lowering reinjection temperatures to optimize energy use. In addition, efforts are underway to balance fluctuations in the grid through thermal energy storage and to test, for the first time in geothermal energy applications, the storage of steam and hot water.

BD4NRG Project

The Geothermal Gas Emission Control Project (GECO) is implemented to minimize environmental impact and secure a sustainable future in geothermal energy. The project aims to eliminate carbon emissions, focus on the treatment and recovery of non-condensable gases. Simultaneously, efforts

to advance CO₂ reinjection technologies are playing a key role in fostering their widespread adoption on a global scale. Through improvements in eco-friendly geothermal power plants, not only is the carbon footprint being reduced, but there is also a concerted aim to raise the proportion of green energy to 100% of total energy generation.

GEOPRO Project

GEOPRO aims to better understand the chemical and physical characteristics of geothermal energy and optimize operational processes. Studies address measurement challenges caused by two-phase geothermal fluid flow, non-condensable gases, and minerals, develop flow assurance methods, and integrate innovative approaches to reduce reinjection temperatures within the sector.

BD4OPEM Project

BD4OPEM creates an open innovation platform by effectively integrating digital technologies in the energy sector. It optimizes network monitoring, maintenance, planning, and energy management through big data analytics and establishes a more flexible and efficient market structure with demand-side management, network constraints, and fault simulations. This makes the energy ecosystem more sustainable and user-centric.

FlexiGrid Project

With a vision to boost flexibility in next-generation distribution networks, OEDAŞ integrates distributed energy resources, energy storage systems, and Vehicle-to-Grid (V2G) technology. Digital smart grid solutions build a transparent data management infrastructure using IoT and Blockchain technologies. V2G-compatible charging stations and battery storage systems have been deployed in Eskişehir, making the energy ecosystem more flexible and efficient.

PlaMES Project

The PlaMES project aims to increase energy efficiency by integrating production, storage, transmission, and distribution systems. In the Osmangazi Electricity Distribution Region, it optimizes the least-cost energy production mix and supports renewable energy integration through enhanced grid flexibility.

TÜBİTAK Funded Projects

nGEL Project

The nGEL Project sets out to pioneer the development of flexible tri-generation geothermal power plants by integrating heating, cooling, and auxiliary power systems. With the growing share of renewables increasing volatility across the electricity grid, nGEL aims to position geothermal plants as active players in reserve markets—boosting overall system efficiency and grid reliability through agile operational capabilities.

DEEPLIGHT Project

Through the DEEPLIGHT Project, efforts are underway to lower the cost of geothermal drilling while unlocking greater technical efficiency. By advancing contactless drilling techniques based on Electrical Pulse Power (EPP) technology, the project bolsters well integrity and operational robustness. In parallel, the use of smart cement extends well lifespans, mitigates project risks, drives down expenditures, and contributes to a smaller environmental footprint.

ACT ERA-NET Program – SUCCEED

The ACT ERA-NET initiative, which aims to accelerate the adoption of carbon capture and storage (CCS) technologies, explores ways to reduce emissions from geothermal power stations. Central to the SUCCEED project is the injection of purified CO₂ into underground reservoirs under supercritical con-



ditions, accompanied by the real-time monitoring of potential effects on seismic activity and surrounding wells.

ITEA3 Program – SMART-PDM Project

As part of the EUREKA innovation platform, the SMART-PDM Project introduces predictive maintenance technologies to wind energy operations with the goal of reducing maintenance costs and maximizing performance. Deployed at the Gökçedağ Wind Power Plant, the system enables early fault detection, shortens downtime, and cuts replacement and servicing expenses—ultimately ensuring more consistent and efficient energy production.

Eurogia2020 Program – Smart Wind Project

The Smart Wind Project brings together six industrial and research partners from Türkiye, Germany, and Spain to elevate operational efficiency and reduce the cost per unit of electricity generated at the Gökçedağ Wind Power Plant. A key outcome is the development of a cloud-based decision support system that draws on SCADA and sensor data to fine-tune plant operations and improve output.

Projects Supported by EMRA

Şimşek Geographic Information Systems (GIS) Project

The Şimşek Project focuses on developing a fully homegrown GIS platform, allowing licensing and maintenance expenditures to remain within the country while raising the bar for service quality. Designed to function seamlessly even in disaster zones or remote areas without internet access, the system integrates augmented reality technologies to help field teams operate more effectively and with greater precision.

MASS TQM (Technical Quality Management) Project

The MASS TQM Project captures and evaluates real-time data from metering devices and sensors deployed throughout transmission and distribution networks. Through the MASS protocol and other communication standards, data is transmitted to centralized servers for live monitoring and reporting. The system safeguards data integrity, ensures high-quality data flow, and manages communication protocols—all while enabling local processing through SBC technology.

YE3AP – National Energy Ecosystem Integration and Master Data Management Platform Project

Through the YE3AP Project, master data generation, storage, and access processes are being centralized to elevate data quality, while simplifying integration, monitoring, and optimizing overall costs.

SLF – Spatial Load Forecasting Tool Project

With the SLF Project, long-term utilization of grid assets is promoted through better forecasting and planning tools. The project offers a strategic roadmap for electricity distribution planning, enriched by scenario-based stochastic modeling that makes it possible to manage future uncertainties with greater clarity and foresight.

Energy Storage Systems Project

This project enables efficient management of energy storage system deployments while monitoring nationwide systems from central hubs to boost operational efficiency. Meanwhile, a collaborative information-sharing platform strengthens dialogue and interaction across the energy sector.

ENERGY

ZORLU ENERJİ PLEDGES TO CONTRIBUTING TO THE LOCAL ECONOMY.

Zorlu Enerji is committed to delivering sustainable solutions by leveraging domestic resources effectively, while simultaneously supporting the local economy.

Türkiye's Electric Infrastructure Readiness for Electric Vehicles Project

As part of broader efforts to support the rise of electric mobility in Türkiye, this project develops EV projection software and conducts technical assessments at pilot sites to identify challenges in the existing distribution infrastructure. Insights gathered feed into the creation of a comprehensive roadmap, complemented by regulatory proposals that support a more efficient and sustainable system.

MAS-Integrated Independent PLC and RF Communication Protocol and Product Development Project

This project investigates next-generation power line communication technologies and radio frequency modules within the framework of National Measurement Standards. The protocols developed are intended to strengthen the reliability and efficiency of metering systems.

National Software Ecosystem Project

This project is dedicated to exploring innovative standards that align perfectly with the unique demands of national software initiatives, driving smarter and more efficient development processes.

Data-Driven Safety and Compliance Platform Development Project

This project addresses integration challenges, data inconsistencies, and ownership ambiguities within distribution companies' information systems. By implementing authority-based dynamic data masking, data activity monitoring, and user behavior analytics, malicious actions can be identified more easily, significantly strengthening data security. In doing so, the project lays the groundwork for a compliance-oriented security platform.

Next-Generation Grid Development Project

This project aims to optimize the planning and management of grid assets in line with the integration of emerging technologies.

Secure and Remote Activation System for Rural Lighting Project

Implemented by Osmangazi EDAŞ, this project introduces a remote activation system for rural street lighting, designed to eliminate the need for dispatching field crews to isolated rural areas for temporary faults. The solution reduces operational expenses (OPEX), improves response times and customer satisfaction, and paves the way for the development of new software tools and coding systems to support the evolving infrastructure.

Digital Maturity Assessment Model and Development Roadmap Project

The objective of this project is to assess the current level of digital maturity across operations and lay the foundation for transformative initiatives. By identifying necessary investments and technological tools, a comprehensive roadmap is created to guide the organization step by step toward its digital transformation goals.

National CPU Project for Distribution Systems

Through this project, a domestic processor that meets the specific measurement needs of local distribution system operators (DSOs) is currently sought as an option to improve the safety, performance, and efficiency of data processing within the distribution infrastructure.

Project for Assessing the Resilience of Türkiye's Electricity Distribution Network Against Earthquakes and Other Natural Disasters, Analyzing Post-Earthquake Performance, and Developing Emergency Action Plans

This project focuses on developing a locally tailored software solution capable of delivering automated planning for users during and after disaster events. Emergency action plans are prepared for distribution centers located in high-risk zones, while an integrated early warning system is established for DSOs through coordination with the Disaster and Emergency Management Authority.

NOCA: No-Code Application Development Platform Project

This project paves the way for a platform that accelerates the digital transformation of distribution companies, reduces associated costs, and enables the development of applications without requiring programming expertise.

Partial Discharge Detection via RF Emissions Project

By identifying partial discharges quickly, this project enables potential fault detection, raises operational efficiency, and supports the efficiency of preventive maintenance.

Development of Solutions to Prevent Prolonged Outages in Power Distribution Networks Due to Ice Accumulation Project

This project aims to minimize extended power outages caused by ice accumulation, using analytical and technological methods to strengthen infrastructure within power distribution networks. By raising awareness in regions affected by ice load and contributing to the development of standards related to equipment, design, and grid topology, the project supports improved grid reliability and resilience.

Project for Investigating the Impact of Charging Stations and Electric Vehicles on the Grid and Developing Domestic Software to Optimize These Loads

This project examines the usage patterns of electric vehicle charging stations and seeks to define relevant standards by simulating their effects on the power grid based on real data. By monitoring the impact of charging stations on transformers and distributing peak demand across the day, it helps reduce grid strain. The project also involves the development of domestic software to optimize charging durations and power levels. In parallel, the integration of renewable energy sources ensures high-quality grid performance and supports the creation of a sustainable energy infrastructure for the broader adoption of electric vehicles.

SCADA-Compatible High-Efficiency Battery Charging System and Rectifier Development Project with Dual Control Units

This project seeks to develop domestic solutions to improve the reliability and cost-effectiveness of electricity distribution systems. By preventing failures caused by DC rectifiers in distribution buildings through a newly designed, locally developed rectifier system, the project aims to deliver cost-efficient and highly reliable technology products.

Project on the Examination of Chemical Energy Storage Technologies and Implementation of Pilot Projects in Distribution Networks (KEDEP)

This project contributes to greater efficiency in energy systems by mitigating failures resulting from voltage drops and overloads in long transmission lines. It also strengthens power quality by minimizing the impact of reactive power, harmonics, and flicker, thereby reducing technical losses in consumer equipment. Additional efforts are underway to boost

the performance of solar power plants, develop solar-supported arbitrage applications for retail companies, and design a versatile Battery Management Software platform.

National Smart Metering Systems Project (MASS)

This initiative focuses on the development of a fully domestic and nationally integrated Smart Metering System, encompassing all components—from communication protocols to modems. The project aims to deliver reliable, efficient, and innovative energy management solutions by creating customized meters tailored to the needs of various user groups.

INNOVATION

Zorlu Enerji is committed to delivering sustainable solutions by leveraging domestic resources effectively, while simultaneously supporting the local economy. This approach positions the Company as a sector leader, with R&D efforts grounded in the principles of sustainability and intelligent technologies.

At the heart of Zorlu Enerji's vision lie its R&D and innovation efforts. Embedding this culture across the organization is considered vital to achieving its strategic ambitions. The Company strives to cultivate a dynamic and recognized R&D ecosystem among its stakeholders. In line with this vision, internal ideas and initiatives are actively supported, while collaboration opportunities are also explored. The R&D and Innovation Pledge, adopted in 2021, clearly affirms the Company's dedication and forward-looking goals.

Key areas of strategic focus for Zorlu Enerji include:

- Fostering internal knowledge sharing and cross-functional engagement,
- Maximizing the efficient use of natural and organizational resources,

- Curtailing emissions and waste generation,
- Securing a pioneering position through cutting-edge industry practices,
- Advancing clean energy, smart grid technologies, customer-centric solutions, and digital transformation initiatives.

To optimize operational efficiency, expand its portfolio through innovative solutions, and build a qualified team for future investments, the Company closely tracks both national and international collaboration opportunities. Backed by a strong governance framework, Zorlu Enerji prioritizes projects that deliver environmental and social value, with a focus on energy storage, carbon capture and storage (CCS) technologies, recycling, eco-conscious practices, and digital innovation.

New technologies are being developed to align electricity and natural gas distribution systems with global quality standards. The Company is committed to cultivating an environment conducive to knowledge generation and the realization of forward-thinking ideas, aiming to raise efficiency and service quality, minimize losses, and lower operational costs. In full compliance with EMRA regulations, business models are continuously revised and refined.

Digitalization of Business Processes

Zorlu Enerji's Information Technologies and Business Development Directorate is spearheading a range of initiatives to digitize operational processes.

The Sustainability and HSE Directorate also continues to develop projects that support the digitalization of sustainability-related workflows. These processes are tracked via the QDMS platform, while monthly corporate performance evaluations are conducted through the Ensemble platform using HSE scorecards.

Products and Services with Environmental and Social Value

Zorlu Enerji aligns its products and services with the United Nations Global Compact and the Sustainable Development Goals. The Company consistently places environmental and social responsibility at the core of its operations, playing an active role in tackling the climate crisis by developing carbon-reducing solutions. Committed to minimizing its environmental and social impact across its areas of operation, Zorlu Enerji fosters long-term value through stakeholder collaboration and drives sustainable growth. It also invests in forward-looking projects that promote the energy transition, helping shape a cleaner future. The Company is actively engaged in developing projects aimed at lowering carbon emissions and improving power plant efficiency. Its efforts to recycle wind turbine blades and integrate them into the circular economy reflect its commitment to sustainable materials management. Furthermore, it identifies processes that contribute to the carbon footprint in the electricity distribution sector and implements projects to mitigate these impacts, both directly and indirectly.

Since its inception, Zorlu Enerji has fully embraced innovation across its operations, working to minimize its environmental footprint and to lead the transformation toward a low-carbon, sustainable energy ecosystem.



ENERGY

ZORLU ENERJİ REGARDS RESPECT FOR HUMAN RIGHTS AS ONE OF THE FUNDAMENTAL PRINCIPLES GUIDING ITS OPERATIONS.

Respect for human rights is one of the fundamental principles of Zorlu Enerji’s operations. The Company ensures that employees are not adversely affected in business processes and addresses its human resources policies based on employee feedback and a human-centered management approach.

The appointment of Zorlu Enerji’s first female CEO in 2024 reaffirmed the Company’s strategic focus on diversity and inclusion.

HUMAN RESOURCES

Employees are one of the fundamental pillars enabling companies to adapt to changing conditions and achieve sustainable success. Accordingly, Zorlu Enerji positions human resources as an indispensable part of its value chain. Within the framework of Zorlu Holding’s Smart Life 2030 vision, the Company integrates sustainability into its business practices, aiming to create a positive impact both within its own structure and in its sphere of influence. With investments based on renewable energy sources and a competent workforce, Zorlu Enerji consolidates its strong position, contributing to both Türkiye and the world.

Human Rights

Respect for human rights is one of the fundamental principles of Zorlu Enerji’s operations. The Company ensures that employees are not adversely affected in business processes and addresses its human resources policies based on employee feedback and a human-centered management approach. To prevent violations such as forced labor, human trafficking, child labor, freedom of association, collective bargaining rights, equal pay, and discrimination, Zorlu Enerji conducts comprehensive human rights due diligence processes across its value chain and performs Human Rights Impact Assessments (HRIAs).

Particularly in projects carried out in developing regions, Zorlu Enerji places utmost importance on respecting the rights of local communities and vulnerable groups. This approach is shaped not only by relevant labor legislation but also by the Com-

pany’s commitments to the Universal Declaration of Human Rights, the International Covenant on Civil and Political Rights, the International Covenant on Economic, Social and Cultural Rights, the International Labour Organization’s (ILO) Declaration on Fundamental Principles and Rights at Work, the United Nations Guiding Principles on Business and Human Rights (UNGPs), the OECD Guidelines, and the United Nations Global Compact.

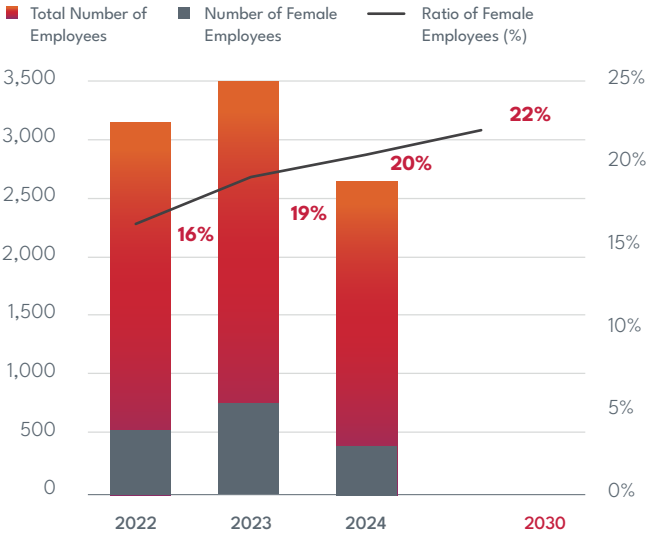
Inclusion, Equality, Diversity

Zorlu Enerji regards inclusion, equality, and diversity not merely as a set of values but as a fundamental basis for progress in the energy sector and a catalyst for broader social transformation. In line with its Smart Life 2030 vision, the Company is committed to cultivating a work culture that supports these principles and embedding them into both its business processes and social impact initiatives.

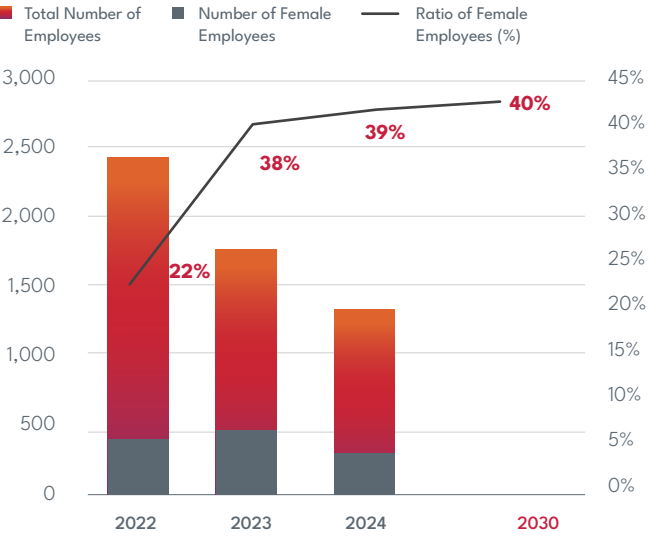
The appointment of Zorlu Enerji’s first female CEO in 2024 reaffirmed the Company’s strategic focus on diversity and inclusion.

Zorlu Enerji pursues policies that prioritize gender equality and equal opportunity across every link of the value chain, striving to foster meaningful and lasting transformation both in the sector and in society through projects that empower women in the workforce and actively confront prevailing biases. Committed to a zero-tolerance policy against all forms of discrimination, the Company provides an equitable and inclusive work environment for all—regardless of gender, age, language, ethnicity, physical attributes, nationality, sexual orientation, political opinion, philosophical belief, religion, or sect.

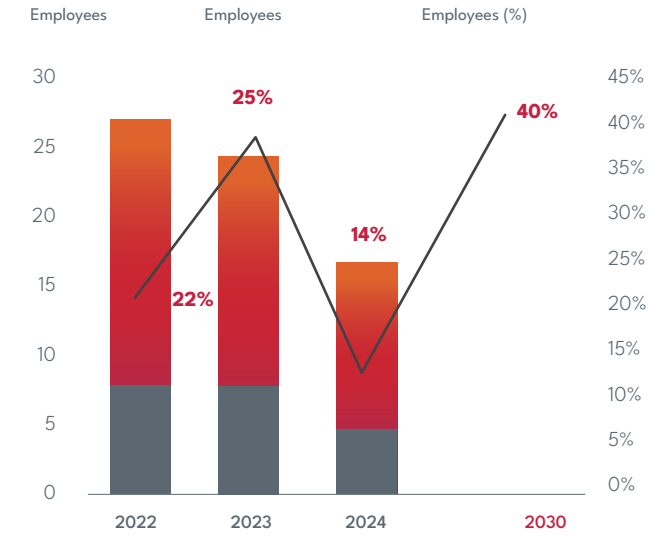
Total Number of Female Employees*



White Collar Female Employees*



Women in Senior Management*



*Exclude Electrip TR and Solar data.

Zorlu Enerji applies a rigorous equal opportunity policy in recruitment and adopts the principles of equality and diversity within its Board of Directors structure. In line with its Board Diversity Policy, the Company considers diversity factors alongside competency assessments when forming leadership teams.

Its approach to societal gender equality is structured around three pillars: language, workplace culture, and collaborative partnerships. Believing in the transformative power of inclusive language on consciousness and awareness, Zorlu Enerji actively promotes non-discriminatory and equality-focused communication both internally and externally.

Since 2020, Zorlu Enerji has been a signatory to the Women’s Empowerment Principles (WEPs)- a joint initiative of UN Women and UN Global Compact providing a roadmap for advancing societal gender equality in business and society. Additionally, the Company collaborates with various platforms and organizations such as Women in Geothermal (WinG), Green Collar Women (YEYKAD), Turkish Women in Renewable Energy (TWRE), and the European Bank for Reconstruction and Development (EBRD).

ENERGY

ZORLU ENERJİ DELIVERS COMPREHENSIVE LEARNING CONTENT THROUGH A BLEND OF IN-PERSON SESSIONS, ONLINE TRAINING, AND E-LEARNING PLATFORMS.

Via the Neoskola platform, employees are granted access to a variety of training opportunities, including face-to-face sessions, online courses, and e-learning modules designed to be comprehensive and accessible.

Employee Rights and Wellbeing

Zorlu Enerji prioritizes the wellbeing of its employees and is committed to supporting them through a fair and competitive compensation system. The Company’s wage policy is grounded in the principle of “Equal Pay for Equal Work,” emphasizing performance-based rewards without regard to gender, age, language, or ethnicity. These strategies are crafted by integrating Zorlu Holding’s HR practices, industry-wide trends, and global as well as local economic insights, all aimed at attracting talent across every level and ensuring their long-term retention within the Company. Annual performance evaluations determine salary adjustments based on individual performance, while managers and above also receive annual incentive bonuses based on both individual and organizational performance.

Zorlu Enerji offers a comprehensive benefits package that supports both professional and personal wellbeing. These include private health insurance, paid maternity leave, birthday leave, marriage allowances, a hybrid work model, meal and cash support, gym access, group-wide retail discounts, and postgraduate education incentives.

Zorlu Enerji, particularly supporting its employees who are mothers through various programs, maintains full salary payments throughout maternity leave without any deductions. Both employees who give birth and those whose partners do are provided with a newborn gift package and financial support. Following statutory leave, flexible work options such as part-time work or unpaid leave are available upon request. In 2024, paternity leave was also extended.

The “Parenting School” program was launched to guide employees through pregnancy, birth, and postnatal challenges by offering professional counseling and support.

The “Better Together” platform was established to proactively address employee needs. As part of this initiative, the Wellbees app offers psychological counseling not only to employees but also to their family members. It also provides expert guidance and hosts activities focused on healthy eating, lifestyle habits, stress management, resilience, child development, personal growth, and overall well-being.

Zorlu Enerji is firmly committed to protecting the rights of all employees and supports unionization and collective bargaining. Approximately 30% of the workforce is covered under a collective agreement, including 614 unionized blue-collar workers at OEDAŞ. These agreements, signed biennially between the Human Resources Department, union representatives, and OEDAŞ management, cover all union members and comply fully with applicable legislation. Since matters such as notice periods, consultation, and negotiations are shaped in accordance with existing legal regulations, they are not specifically included in the collective agreement.

Employee Training and Development

In line with its Smart Life 2030 vision, Zorlu Enerji fosters a culture that encourages continuous learning and development. Through a wide range of training programs, the Company not only supports the success of its employees but also contributes to the transformation of both the energy sector and society at large. Via the Neoskola platform, employees are granted access to a variety of training opportunities, including face-to-face sessions, online courses, and e-learning modules designed to be comprehensive and accessible. As part of the Zorlu Enerji Employee Development Program, the Art of Project Management training equips employees with the tools to manage project processes efficiently and effectively. In addition, Vocational and Technical Trainings aim to improve employees’ sector-specific knowledge and technical skills, while Management and Personal Development Trainings focus on leadership and personal growth. The Company also offers Sustainability Trainings to provide employees with in-depth and informative content in this critical area.

In 2024, a total of 336 white-collar and 168 blue-collar employees received 274 hours of training. Additionally, 449 employees participated in 228 hours of environmental training.

	2022	2023	2024
Training Hours per Employee	9.63	6.82	9.9



Employee Satisfaction and Engagement

At Zorlu Enerji, incorporating employee feedback and suggestions into business processes is regarded as a cornerstone of its human-centered management approach. To measure employee engagement and identify areas for improvement, the Company conducts an Employee Engagement Survey every two years. The results of these surveys are carefully analyzed to understand employees’ needs and expectations, leading to the development and implementation of concrete improvement plans.

To ensure employees can voice their thoughts more effectively, social performance teams and employee representatives act as intermediaries, communicating requests and challenges from staff across various locations to senior management. Additionally, regular monthly meetings are held to build a strong communication bridge between field teams and headquarters. Feedback from these meetings is reviewed attentively, and necessary actions are promptly taken.

Talent Management and Career Development

With the launch of its Talent Management Project in 2022, Zorlu Enerji has established a structured system for assessing performance and potential, aimed at supporting the development of employee talents and advancing their career journeys. As part of this effort, employees’ competencies and

performance levels are thoroughly analyzed, and tailored career development plans are created. The process also includes succession and contingency planning for critical roles. By 2023, newly hired employees were also included in the system, bringing the total number of assessed employees to 1,185. These performance evaluations play a key role in determining annual salary increases, promotions, and role changes. Identifying high-potential employees enables the Company to design tailored programs for their development needs.

Beginning in 2024, the scope of talent management has been expanded to include senior executives. The newly established Executive Leadership Development Center focuses on cultivating leadership competencies aligned with strategic goals. This center helps leaders identify their strengths and areas for improvement through Individual Development Plans, aiming to boost leadership capacity, foster a unified leadership culture across the organization, and increase the overall effectiveness of talent management.

Within the framework of the Performance Management System, employee behavior and competencies are assessed under two main categories: “Objectives” and “Competencies.” This system helps identify development areas for individuals, supporting both their personal and professional growth.

To measure employee engagement and identify areas for improvement, the Company conducts an Employee Engagement Survey every two years.

ENERGY

ZORLU ENERJİ HAS BEEN PROVIDING SCHOLARSHIP OPPORTUNITIES TO HIGH-ACHIEVING UNIVERSITY STUDENTS FOR MANY YEARS.

Zorlu Enerji has a long-standing tradition of awarding scholarships to high-achieving, financially disadvantaged university students in the regions where it operates.

SOCIAL CONTRIBUTION

Zorlu Enerji fulfills its social responsibilities in line with Zorlu Holding's Smart Life 2030 vision and its Social Investment Principles and Strategy. In this context, the Company carries out projects that contribute to society in areas such as diversity and inclusion, quality education, future skills, social innovation, culture and arts, biodiversity, and climate.

Zorlu Enerji Experience Program (ZExperience)

For many years, Zorlu Enerji has been providing scholarships to high-achieving university students in its operational regions who are in need of financial support. Since 2023, the ZExperience Program, run in collaboration with imeceLAB, has expanded this support by offering online personal and professional development training to scholarship recipients. The program also enables students to access both knowledge and Zorlu Enerji's professional network. So far, 105 students have completed the program across two cohorts. The goal is to expand the program's reach and increase its impact.

Course Support Project

Launched in 2023, this initiative offers remote learning support in mathematics and science to 5th, 6th, and 7th grade students attending public schools — including children of Zorlu Enerji employees and students affected by the recent earthquake. In its first term, 250 students benefited from the program, with the same number targeted for the upcoming term.

Our Energy Is for Our Region (Enerjimiz Bölgemiz İçin) Project

Running since 2015, this project aims to contribute to local development in the regions where Zorlu Enerji operates by responding to community needs and providing support in social, cultural, infrastructure, and technology areas.



FutureFem

It is designed for female university students in their 3rd and 4th years studying in the Faculties of Economics and Administrative Sciences or Engineering who aspire to build careers in the energy sector. The program offers training on sector insights, corporate culture, and personal development. Among the 20 participants, the top three were awarded voluntary internship opportunities. The program also aims to raise awareness about societal gender equality.

Our Energy Is Equal

Initiated in 2019, this project focuses on increasing women's employment within OEDAŞ. As a result, the proportion of white-collar women employees rose from 28% to 35%, blue-collar from 14% to 21%, and women engineers from 17% to 21%. The project continues to advance gender equality within the energy sector.

Zero Carbon Footprint Forests Project

Ongoing since 2010, this project raises awareness about the climate crisis and aims to plant 90,000 saplings annually. To date, 645,000 saplings have been planted, with a target of reaching 1.15 million in total.

Best Friends (Can Dostlar) Project

Launched by OEDAŞ in 2021, this initiative originally focused on providing food for stray animals. Over time, it has expanded to include shelter, neutering, and veterinary care. In 2024, migratory birds were also brought into the scope of the project, with preventative measures taken to reduce bird deaths caused by power lines. Animal shelters were constructed using recycled materials, and thousands of animals received healthcare services through partnerships with HAYTAP and local municipalities.

OEDAŞ Traditional Energy Saving and Efficiency Competition

Since 2017, OEDAŞ has organized annual poetry and drawing competitions in various cities where it operates. These contests aim to instill energy conservation and environmental awareness among primary and middle school students.

Plastic Caps Are Turning into Wheelchairs

Through this campaign launched in 2021, OEDAŞ collects plastic bottle caps and converts them into wheelchairs in cooperation with the Turkish Spinal Cord Paralytics Association, supporting individuals in need.

OEDAŞ Illuminates History

This project, aimed at preserving historical and cultural heritage while supporting tourism, included lighting the ancient city of Aizanoi in Kütahya and providing electrical infrastructure to the Phrygia Valley. The project was implemented in collaboration with relevant ministries and provincial authorities.

Scholarship Program

Since 2009, Zorlu Enerji has been awarding scholarships to successful university students from economically disadvantaged backgrounds in its investment regions. The program aims to reduce the financial barriers to education. During the 2023–2024 academic year, 315 students received scholarships under this initiative.

IMPACT ORIENTED GROWTH

Zorlu Enerji embraces an impact-oriented growth strategy, focusing not only on financial performance but also on creating environmental, social, and governance (ESG) value. The Company aims to generate long-term positive impact for all stakeholders by aligning its efforts with strategies that contribute to sustainable development.

Business Conduct

Zorlu Enerji places transparency, accountability, and ethical values at the heart of its business practices. It builds its corporate culture on the pillars of trust, responsibility, and sustainability, placing business ethics at the forefront of all its activities by cultivating trust-based relationships with all stakeholders.

In line with its zero-tolerance policy on bribery and corruption, Zorlu Enerji provides its employees with regular training programs designed to raise awareness around ethical standards. It has established a robust whistleblowing mechanism to ensure that ethical violations can be reported securely, with a strong emphasis on safeguarding whistleblowers throughout the process.

Zorlu Enerji approaches its supplier relationships with the same sense of responsibility, expecting its business partners to uphold the same commitment to sustainable and ethical business practices. Through fair payment policies, it reinforces trust and collaboration within the supply chain, working collectively with all stakeholders to foster a culture of responsibility and transparency.



Compliance and Transparency

Zorlu Enerji embeds the principles of integrity, accountability, transparency, and impartiality into the very foundation of its business model. These core ethical standards, defined in alignment with the Zorlu Holding Code of Ethics, serve as a guiding framework across all operations and stakeholder interactions.

These principles are binding for all Zorlu Group employees, members of the board, suppliers, business partners, intermediaries, contractors, proxies, and any parties engaged in collaboration. The Company enforces strict policies concerning anti-money laundering, anti-bribery and corruption, and respect for human rights, aiming to promote a business approach that fully reflects these values in every engagement.

As a testament to its commitment to protecting workers' fundamental rights, Zorlu Doğal Elektrik Üretimi AŞ received the SA 8000 (Social Accountability 8000) certification in 2017 for its power generation facilities. The Company now aims to extend this certification across all power plants within the Zorlu Energy Group.

Under the SA 8000 Social Compliance Management System, Zorlu Enerji utilizes the QDMS incident reporting module, which enables individuals to report social compliance concerns. Reporters are kept informed at every stage of the actions logged.



TEXTILE

Having achieved consistent growth in home textiles, Zorlu Textile Group has expanded beyond Türkiye to reach four continents. As of 2024, the Group recorded an export volume of USD 119.3 million.

TEXTILE

THE TURKISH TEXTILE INDUSTRY SHARPENED ITS FOCUS ON SUSTAINABILITY AND THE PRODUCTION OF HIGH-VALUE-ADDED GOODS.

In 2024, the Turkish textile industry embarked on a restructuring process, with a strategic focus on sustainability and the production of high-value-added goods.

TEXTILE SECTOR IN TÜRKİYE AND THE WORLD IN 2024

32.1

USD billion

Türkiye's Textile and Ready-to-Wear Sectors' Export Performance in 2024



For the global textile sector, 2024 was a year marked by both significant challenges and pivotal transformation opportunities. In Türkiye, despite the broader industry contraction, companies began to pivot toward a more resilient model centered around sustainable practices and value creation. At a global scale, the textile industry came under increasing regulatory scrutiny—particularly concerning environmental sustainability, labor rights, and supply chain transparency. The European Union's newly introduced policies to curb fast fashion and reduce textile waste now require manufacturers to shoulder waste management costs and comply with stricter regulations targeting fast fashion brands. Simultaneously, labor violations in countries such as Bangladesh prompted global brands to demand greater accountability and openness within their supply networks.

Performance in Türkiye – 2024

Türkiye's textile and apparel industries generated USD 32.1 billion in exports in 2024. However, sector employment fell below the one million mark, dropping to 959,395 workers. This decline was primarily driven by rising production costs, foreign exchange pressures, and subdued demand from European markets. In 2024, the Turkish textile industry embarked on a restructuring process, with a strategic focus on sustainability and the production of high-value-added goods. Efforts to align with the EU Green Deal gained momentum, with a growing emphasis on producing recyclable, durable goods. One notable indicator of this shift is the unit export price of Turkish woven fabrics, which climbed to USD 8.9/kg, underscoring a commitment to quality-focused production.

Türkiye's apparel imports surged by over 15% in 2024, surpassing USD 4 billion. This increase, fueled by a strong Turkish lira and competition from lower-cost Asian imports, intensified pressure on domestic producers. Projections suggest that imports may exceed USD 5 billion in 2025. In response, the Turkish government launched a series of support programs aimed at revitalizing the textile sector. These include scholarship and guaranteed employment initiatives for students in textile education, to cultivate a skilled labor force. New credit and incentive mechanisms were also introduced to improve companies' access to financing.

Overall, 2024 was a demanding yet transformative year for the Turkish textile sector. Sustainability and high added value production strategies have paved the way for a period of restructuring for the industry, which is expected to bolster its global competitiveness in 2025 and beyond, backed by state incentives and training investments.

Goals for 2025 and Beyond

Türkiye's textile industry has set an ambitious export target of USD 12 billion for 2025. To reach this goal, investments are planned in branding, sustainable production, and technical textiles. A key priority is achieving full alignment with the European Green Deal, thereby sharpening the sector's competitive edge in EU markets.

TEXTILE

ZORLU TEXTILE GROUP HAS SOLIDIFIED ITS REPUTATION AS A TRUSTED BUSINESS AND SOLUTION PARTNER IN INTERNATIONAL MARKETS.

Zorlu Textile Group has firmly established itself as a reliable business and solution partner on the global stage, leveraging its substantial production capacity, an innovative and high-quality product range driven by cutting-edge technology, and an extensive marketing and distribution network.

ZORLU TEXTILE GROUP'S OPERATIONS IN 2024

119.3
USD Million

Zorlu Textile Group's
exports in 2024

800,000
m²

Zorlu Textile Group's
indoor production space

As one of the globally recognized producers in the textile industry, Zorlu Textile Group continues to solidify its position as a trusted business and solution partner in international markets. This strength stems from its high production capacity, cutting-edge technologies, innovative and high-quality product range, and an extensive marketing and distribution network.

Led by Korteks Mensucat Sanayi ve Ticaret A.Ş. ("Korteks") and Zorluteks Tekstil Ticaret ve Sanayi A.Ş. ("Zorluteks"), Zorlu Textile Group's core business encompasses the production and marketing of polyester filament yarns, curtains, and home textile products.

Having achieved consistent growth in home textiles, Zorlu Textile Group has expanded beyond Türkiye to reach four continents. As of 2024, the Group recorded an export volume of USD 119.3 million. With approximately 5,000 employees and 800,000 m² of indoor production space, Zorlu Textile Group remains one of the world's leading producers of polyester yarns and home textiles.

Rapid technological advancements as part of Industry 4.0, combined with evolving business processes, are reshaping competitive dynamics and ushering in a new era for the global business landscape.

Across the world, economic actors are taking decisive steps toward building a sustainable future. This paradigm shift is deeply impacting the textile industry—long associated with traditional structures—which now stands at the heart of transformation, emerging as a clear embodiment of global megatrends.

Forward-looking players in the textile sector are moving beyond conventional offerings like yarns, curtains, or bed linens. They are adapting to the broader societal transformations shaped by tech-

nology, responding proactively to shifting consumer expectations, and developing innovative products and services aimed at raising the quality of life.

Zorlu Textile Group, a name synonymous with innovation, applies this ethos not only to product development but also to its marketing strategies. Guided by its Smart Life 2030 strategy—a vision shaped by the pursuit of a more sustainable world—the Group continues its work with a circular economy-oriented R&D approach.

Backed by its in-house R&D Center and a network of strategic collaborations, Zorlu Textile Group produces high-value-added products and solutions focused on sustainability. This capability strengthens its role as an innovative and competitive partner of choice for leading global brands, further securing its place in the future of the industry.

A TECHNOLOGY-DRIVEN BUSINESS MODEL AND THE POWER OF DIGITALIZATION

Zorlu Textile Group firmly believes that ensuring sustainable competitiveness in global markets over the medium and long term is only possible through advanced technologies and continuous investment in innovation. Accordingly, the Group regularly upgrades its production lines and leverages some of the most advanced digital printing machinery available worldwide.

BEYOND EXPECTATIONS: PERSONALIZED DESIGN AND FUNCTIONAL INNOVATION

One of the core drivers of competition in today's textile industry is not merely meeting consumer needs and expectations, but also delivering unique and striking designs that emphasize values such as functionality, innovation, human-centricity, and personalization.



STRONG BRANDS, BROAD REACH

Zorluteks connects with a wide customer base both in Türkiye and internationally through its powerful brand portfolio. With its TAÇ-branded curtains and bed linen collections, the Group stands as the undisputed leader in Türkiye's home textile market, distinguishing itself through quality production and product innovation.

Linens, Türkiye's first international home textile retail chain, has introduced a modern and forward-thinking approach to retailing, playing a pioneering role in the industry.

Another key brand, Valeron, was initially positioned in the European market and later introduced to select domestic consumers. With its premium positioning and refined aesthetic, Valeron has secured a strong presence in the global home textile arena.

Zorluteks maintains an extensive retail network both in Türkiye and abroad. In addition to its physical presence, the Company pursues a dynamic sales and marketing strategy through e-commerce platforms, alternative distribution channels, and a broad network of wholesalers. Thanks to its broad and experienced design team, the Company can offer tailor-made collections and respond swiftly to diverse market demands through agile production in flexible quantities.

INDUSTRY 4.0

Industry 4.0 is not only about enabling communication between machines—it also envisions a fully integrated ecosystem where people and devices work in harmony. Recognized as a key enabler for

thriving in today's rapidly evolving and increasingly competitive global business environment, this transformation delivers enhanced efficiency and flexibility across the entire value chain—from production to the supply network.

The new era defined by Industry 4.0 extends far beyond factories, encompassing facilities, suppliers, and strategic partners within a comprehensive digital universe.

Zorlu Textile Group continues its transformation journey with determination. By implementing Industry 4.0 practices, the Group can swiftly respond to the needs of customers across the globe and is already reaping tangible benefits from its investments in smart business management systems.

MADE BY ZORLU: A VALUE-DRIVEN AND DISTINCTIVE GLOBAL BRAND

In today's fiercely competitive marketplace, delivering originality and maximizing consumer value has become a strategic imperative for manufacturers. Consumers increasingly favor brands that are not only functional but also meaningful—products that evoke a sense of identity and purpose, and transcend the purely material. This approach has become a defining factor of global competition, particularly in the textiles industry.

Fully aware of this shift, Zorlu Textile Group prioritizes developing customer-centric, high-value-added solutions while continuously sharpening its agile production capabilities. This commitment lies at the heart of the vision that has elevated the "Made by Zorlu" brand to a prestigious global position.

KORTEKS: DIVERSE YARN PORTFOLIO

Korteks' product range includes more than 3,000 different types of polyester filament yarn, addressing industry needs for diversity and strengthening the Company's competitive edge. These products serve a wide array of applications, including upholstery, carpets, home textiles, medical textiles, outerwear, sportswear, outdoor fabrics, and automotive textiles. The offering comprises virgin and recycled options such as super-bright and semi-dull polyester chips under the TAÇ brand; dope-dyed and raw polyester yarns, including POY, FDY, textured, air-textured, elastane-blended, flat, dope-dyed, twisted, and monofilament types, with finishes ranging from super-bright to full-dull.

The extensive portfolio also includes branded products such as TAÇ BIOLOOP®, TAÇ REBORN®, DRY TOUCH®, TAÇ FLAME RETARDANT, TAÇ ANTISTATIC, TAÇ THERMAL TOUCH®, TAÇ EASY DYED, TAÇ UV RESISTANT, TAÇ CLEAN GUARD®, and TAÇ CUT RESISTANT, meeting the demands of the technical textiles sector. The Polymer Recycling Facility, commissioned in recent years with an investment of USD 10 million, has enabled the production of RPET chips—raw materials for polyester yarn—using Korteks' own production waste. This process, marketed under the TAÇ REBORN® brand, continued in 2024 with advancements in dope dyeing technology, allowing the production of colored fabrics without water use. This not only reduced environmental impact but also supported more efficient and responsible resource use. Additionally, super-bright options were added alongside semi-dull alternatives in the TAÇ REBORN® collection.

TEXTILE

KORTEKS' EXPORTS TO EUROPE ACCOUNT FOR 85% OF ITS TOTAL EXPORTS.

Leveraging its expertise in this strategic material, Korteks exported to nearly 40 countries across five continents as of 2024, with 85% of its exports going to the European market.

By investing TRY 14.8 million in 2022, TRY 38.3 million in 2023, and TRY 177.8 million in R&D in 2024, Korteks contributes to its goals of continuous development and competitiveness.



PRODUCTS AND SERVICES

KORTEKS

Korteks: The Largest Integrated and Innovative Polyester Yarn Manufacturing Center in Europe

Since its inception, Korteks has risen to become not only Türkiye's but also one of the world's leading polyester yarn manufacturers. Thanks to systematic investments and ongoing technology upgrades, the Company now stands as the largest integrated polyester yarn production center in Europe.

Polyester is one of the most versatile, flexible, and widely used raw materials in the textile industry, accounting for more than two-thirds of the total global yarn supply. Leveraging its expertise in this strategic material, Korteks exported to nearly 40 countries across five continents as of 2024, with 85% of its exports going to the European market.

Established in 2015, the Korteks R&D Center expanded its capabilities in 2021 with the addition of the Batch-Poly facility. By 2024, the Center was managing 28 R&D projects, focusing on the development of new polyester yarn types and enhancing global competitiveness.

Korteks continues to increase and diversify its R&D investments annually. In 2022, 2023, and 2024, the Company allocated TRY 14.8 million, TRY 38.3 million, and TRY 177.8 million, respectively, to R&D, contributing significantly to its innovation and competitiveness goals. These efforts have led to heightened product diversity and service quality, reinforcing the Company's innovative positioning within the sector. In recent years, Korteks has made significant investments in adapting its product range to emerging technologies and developing innovative options—complementing its intensive R&D efforts and the growing positive outcomes achieved as a result. These highly competitive products have begun to find application across a wide range of new and

diverse segments—including upholstery, carpets, towels, medical textiles, fleece, outerwear and sportswear, outdoor fabrics, and automotive textiles—and have earned strong customer approval. Korteks has proven its capabilities in this domain and gained backing from top technological bodies in Türkiye.

Every stage of the production process—from raw material procurement to the final product—is meticulously managed with the utmost attention to detail, ensuring that the outcomes reflect the excellence associated with the Korteks name. In 2024, Korteks collaborated with leading academic institutions in Türkiye and executed a total of 28 R&D projects, including two Horizon Europe projects, two TÜBİTAK 1832 “Green Transformation in Industry” projects, and 24 internally funded projects. Conducted under the Horizon Europe programme, the PLASTICE project focuses on the eco-friendly recycling of textile and plastic waste through innovative and intelligent technologies, while the SSbD4Chem project emphasizes the integration of safety and sustainability criteria into the design of chemicals and materials. The proj-

ects titled “Development of Traceability Technology for Recycled Polyester Yarns” and “Scaling Up the Production of Yarns from Polyhydroxybutyrate Polymers from Laboratory to Industrial Scale on Melt Spinning Lines” are being carried out under the TÜBİTAK 1832 Green Transformation in Industry programme. Additionally, in 2024, the patent for “Fully Drawn Filament Yarn Produced from Melt-Dyed Polylactic Acid with Biodegradable and Compostable Properties, and Its Production Method” was officially registered.

Developments in 2024

- Korteks' project, named “Design and Production of a Domestic Adapter Cable,” earned third place in the Localization category of the Productivity Project Awards, which was organized by the Directorate General of Strategic Research and Productivity under the Turkish Ministry of Industry and Technology to foster awareness of productivity.
- Korteks R&D Center was recognized as one of the top 10 most innovative companies with its project submitted to the 10th annual “TechXtile” Innovation League held this year.

- Korteks successfully passed the audit for the ISO 50001 Energy Management System certification and has been officially certified.
- In line with its sustainability goals, Korteks submitted two projects to the 1832-Green Transformation in Industry Programme, both of which were approved in October.

The approved projects are Scaling Up the Production of Yarns from Polyhydroxybutyrate Polymers from Laboratory to Industrial Scale on Melt Spinning Lines and Development of Traceability Technology for Recycled Polyester Yarns.

- The patent for the “Fully Drawn Filament Yarn Produced from Melt-Dyed Polylactic Acid with Biodegradable and Compostable Properties, and Its Production Method” was registered in 2024.
- Korteks received the award in the “Process Management” category at the 6th Bursa Innovation Awards 2024, organized by the Bursa Industrialists' and Businessmen's Association (BUSIAD).
- The KORKUT search and rescue team, under the Disaster and Emergency Management Authority (AFAD), was accredited in the “Urban Search and Rescue” category.



TEXTILE

THE NUMBER OF CONTINUOUS IMPROVEMENT PROJECTS COMPLETED AT KORTEKS HIT 136 IN 2024.

The number of completed continuous improvement projects has now reached 136, generating an impressive total revenue of TRY 33,821,334.

The complete redesign and replacement of socketed adapter cables used in winder machines and heat block systems brought a breakthrough in production continuity.

Korteks Projects

Continuous Improvement Projects

- In 2024, Korteks received a total of 30 proposals, 17 of which were successfully approved. The number of completed continuous improvement projects has now reached 136, generating an impressive total revenue of TRY 33,821,334. The overall investment and project cost amounted to approximately TRY 7,974,981.
- The complete redesign and replacement of socketed adapter cables used in winder machines and heat block systems brought a breakthrough in production continuity. For years, hybrid adapter cables—combining control, power, and communication lines—had been imported from foreign machinery manufacturers. Following detailed R&D efforts and a thorough analysis of failure sources in the field, Korteks collaborated with a domestic manufacturer to improve technical specifications and adapt to real-world conditions. The result was a new adapter cable design with superior resistance to the corrosive effects of industrial oils and with identified solutions for communication faults. This locally produced innovation successfully minimized production downtime, lowered electricity consumption, and reduced greenhouse gas emissions. The project yielded a remarkable financial gain of approximately TRY 4,111,038 on a modest investment of just TRY 63,714. More-

over, electricity consumption dropped sharply from 10,823 kWh to just 2,603 kWh, reflecting the substantial decrease in system malfunctions and translating into a total reduction of 3.5 tons of CO₂ emissions. With this project, the 'Local Adapter Cable Design and Production' initiative secured third place in the Localization Category at the 'Productivity Project Awards', organized by the Turkish Ministry of Industry and Technology's General Directorate of Strategic Research and Productivity to promote awareness of efficiency.

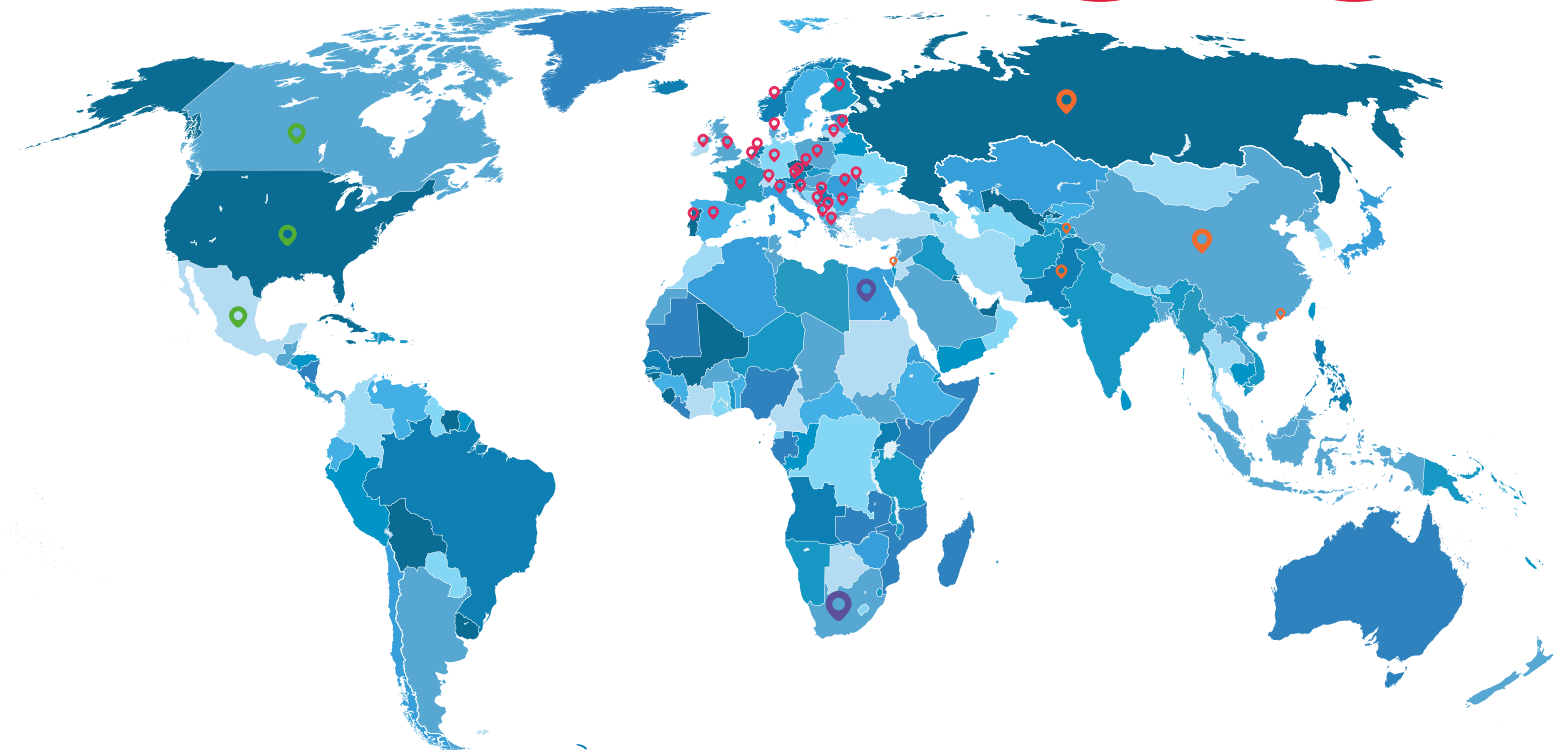
- Through process enhancements in elastane usage for elastane-textured yarn production, significant material savings were achieved. With a project investment of TRY 37,133.28, an impressive annual saving of TRY 1,591,342 was attained.
- Pressure optimization efforts tailored to the needs of EAFK machines generated annual savings of TRY 1,253,316.07 and resulted in a substantial reduction of 101 tons of CO₂ emissions per year. The cost of this successful project was TRY 9,073.16.
- The sock knitting machines at the facility had fallen out of operation, and purchasing new equipment seemed inevitable. Instead, they were skillfully repaired in-house and brought back to life, ready for use once again. This delivered savings of TRY 3,407,754.69. This project was completed at a cost of TRY 141,893.59.

Korteks Global Operation Network

KORTEKS DELIVERS 20% OF ITS PRODUCTION TO GLOBAL CUSTOMERS THROUGH EXPORT CHANNELS.

41 countries

226+ number of export customers



Germany, Albania, Austria, Belgium, Belarus, Bulgaria, Czech Republic, Denmark, Finland, Croatia, Italy, France, the Netherlands, the United Kingdom, Ireland, Spain, Sweden, Switzerland, Lithuania, Luxembourg, Hungary, North Macedonia, Poland, Portugal, Romania, Serbia, Slovakia, Slovenia, Ukraine, and Greece



USA, Canada, Mexico



People's Republic of China, Hong Kong, Israel, Russia, Tajikistan, and Pakistan



South Africa, Egypt

Korteks Products

- TAÇ IPLİK: (Home textiles, ready-to-wear, and sportswear)
- TAÇ REBORN®: Recycled polyester yarn (rPET)
- Technical Textile Products: Specialized solutions for automotive, medical, and industrial applications
- Effect and Functional Yarns: Yarns with aesthetic and performance-raising properties
- Innovative Technologies and Environmentally Friendly Products

Korteks Innovative Products

- TAÇ FLAME RETARDANT
- TAÇ ANTISTATIC
- TAÇ THERMAL TOUCH®
- TAÇ EASY DYED
- TAÇ UV RESISTANT
- TAÇ CLEAN GUARD®
- TAÇ CUT RESISTANT
- TAÇ PBT
- TAÇ BIOLOOP®
- DRY TOUCH®

TEXTILE

ZORLUTEKS IS ONE OF THE LEADING GLOBAL PLAYERS IN THE HOME TEXTILE SECTOR.

Zorluteks ranks among the global leaders in home textiles, bolstered by its integrated production facilities, robust marketing network, and internationally acclaimed brands.

66

Number of Zorluteks' export countries

78

USD Million

Zorluteks' export volume in 2024



ZORLUTEKS

Zorluteks ranks among the global leaders in home textiles, bolstered by its integrated production facilities, robust marketing network, and internationally acclaimed brands. Leveraging its expertise in curtain and home textile manufacturing, the Group has cemented a formidable presence both in the domestic market and on the global stage. Located in Lüleburgaz, Kırklareli, this massive production complex stands out as one of the world's largest and most advanced integrated textile facilities, boasting over 2,400 employees, impressive production capacity, a relentless commitment to quality, strong environmental and worker health awareness, and modern working conditions.

Guided by the inspiring motto "Today for the Future," Zorluteks pursues its Smart Life 2030 strategy with a sharp focus on R&D and innovation, bringing to life projects that actively support sustainable development goals. Its approach is rooted in minimizing waste, shrinking carbon and water footprints, reducing energy consumption, maximizing social benefits, and fostering continuous innovation.

Sustainability lies at the heart of Zorluteks' strategic roadmap. The Company has embedded these principles into the core objectives of its R&D and Design Centers, driving numerous forward-thinking projects that will further solidify its leadership in the years ahead. With a vision to pioneer responsible and innovative production, Zorluteks develops products and solutions that generate meaningful environmental, economic, and social value.

As one of Europe's leading integrated manufacturers of cotton home textiles, Zorluteks commands a powerful position in the global market. Its extensive production capacity, cutting-edge manufacturing technologies, and world-renowned brands make it a standout industry leader.

Zorluteks' home textile production footprint spans an impressive 230,276 m² of indoor space. Here, the Company produces an average of 96 million meters annually of bedding essentials, including duvet covers, quilts, pillowcases, sheets, fitted sheets, tablecloths, bedspreads, cotton curtain fabrics, and towels.



Zorluteks independently accounts for 15% of Türkiye's textile exports in the bedding category and 14% in curtains.

Additionally, its 60,000 m² curtain manufacturing plant supplies leading brands such as TAÇ and Linens. Beyond fulfilling domestic demand, Zorluteks exports extensively to numerous countries—primarily across Europe, America, and Russia—contributing robustly to Türkiye's economy.

By 2024, Zorluteks had dramatically expanded its export network, reaching 66 countries across five continents. By the end of 2023, exports accounted for 54% of total production volume, with export revenues soaring to an estimated USD 78 million in 2024.

The Company's products are predominantly shipped to Europe, America, the Far East, and Russia, with a substantial 63% of total home textile production destined for international markets.

Brands and Regional Growth

Zorluteks manufactures for some of Türkiye's most prestigious brands, including TAÇ, Linens, and Valeron.

The Company independently accounts for 15% of Türkiye's textile exports in the bedding category and 14% in curtains. While 42% of its curtain production is exported, the remaining 58% serves domestic consumers under the TAÇ and Linens brands. In 2024, exports reached 66 countries, with TAÇ achieving remarkable sales success, particularly in markets such as the Middle East, the Balkans, and Georgia. Looking ahead, Zorluteks aims to further solidify its presence in Europe and expand into new Middle Eastern markets.

Beyond Türkiye's borders, Zorluteks targets growth through retail expansion across neighboring countries with a combined population of 700 million. Continuing its retail offensive in 2024, the Company has significantly increased the number of stores and sales points across diverse geographies.

Equipped with advanced infrastructure, these stores feature digital stock monitoring systems that enable real-time online tracking, facilitating swift production and delivery aligned with demand. Long-standing partnerships with major European retailers empower Zorluteks to maintain consistent and sustainable commercial operations.

TEXTILE

ZORLUTEKS CONDUCTS ITS ECOLOGICAL PRODUCTION PROCESSES IN FULL ALIGNMENT WITH CERTIFICATIONS FROM GOTS, GRS, AND OEKO-TEX®.

By aligning its practices with the rigorous standards of GOTS, GRS, and OEKO-TEX®, Zorluteks has secured meaningful advancements in ecological production.

Zorluteks’ Global Operation Network

Within its production cycle in 2024, Zorluteks:

		
Used less than 50 liters of water per kilogram of cotton processed — well below the global textile industry average of 120 liters,	Recycled 55% of its solid waste,	Recovered an average of 12 tons of black dye annually from waste dyes of various colors,
		
Enabled the recycling of 1 ton of used vegetable oil in 2024, through employee participation in waste oil collection,	Sourced all electricity used from renewable energy, certified by I-REC ,	Achieved substantial gains by conducting ecological production in compliance with GOTS, GRS, and OEKO-TEX® certifications.

Domestic Flagship Stores

Linens: 74

Taç: 37

Valeron: 1

Number of Domestic and Overseas Franchise Stores

Domestic:

Taç: 2 stores (Düzce and Kayseri)

Linens: 3 stores (Antalya, İzmit, and Konya)

Overseas:

Taç: 3 stores in Africa (Libya)

Linens: 7 stores across Asia and Africa (Azerbaijan, Cyprus, Libya, Iraq, and Uzbekistan)



LINENS	TAÇ	VALERON	ZORLUTEKS
 OVERSEAS 7 countries 8 stores	 OVERSEAS 38 countries 112 stores 760 sales points	 OVERSEAS 40 countries Some 200 sales points DRAPERY AND BEDDING SALES IN THE USA THROUGH 11 DIFFERENT SALES CHANNELS	 Exports to 66 countries
 DOMESTIC 28 countries 72 stores	 DOMESTIC 1,700 sales points 16 provinces 29 factory outlets	 DOMESTIC 1 store	Zorlu delivers 60% of its production to global customers through export channels.

TEXTILE

ZORLU TEXTILE GROUP WAS GRANTED NUMEROUS AWARDS AT NATIONAL AND INTERNATIONAL PLATFORMS.

Zorlu Textile Group, a trailblazer shaping the future of the textile industry, has been honored with numerous national and international awards in recognition of its pioneering efforts in efficiency, sustainability, and innovation.

Korteks R&D Center ranked among the top 10 most innovative companies at the 10th edition of TechXtile Innovation League with its submitted project.

AWARDS

KORTEKS

• Productivity Project Awards

Korteks' project, named "Design and Production of a Domestic Adapter Cable," earned third place in the Localization category of the Productivity Project Awards, which was organized by the Turkish Ministry of Industry and Technology.

• TechXtile Innovation League

Korteks R&D Center ranked among the top 10 most innovative companies at the 10th edition of TechXtile Innovation League with its submitted project.

• Türkiye R&D 250 Research

According to 2023 data, Korteks ranked 227th among the top 250 companies with the highest R&D investments nationwide.

• ISO 500 – Türkiye's Largest Industrial Enterprises

Korteks was placed 270th on the ISO 500 list, published annually by the Istanbul Chamber of Industry, which ranks Türkiye's leading industrial companies.

• Bursa Innovation Awards 2024

The Bursa Industrialists and Businesspeople Association (BUSIAD) honored Korteks with an award in the "Process Management" category.

• AFAD Accreditation

The KORKUT search and rescue team earned accreditation from the Disaster and Emergency Management Authority (AFAD) in the "Urban Search and Rescue" category.

ZORLUTEKS

- **KalDer Sustainable Future Awards:** As part of the 2nd Sustainable Future Awards—hosted by the Turkish Quality Association (KalDer)—Zorluteks was honored with the "Best Practice Award" in the "Human" category, further underscoring its human-centered sustainability approach.
- **RDCONF International Conference on Design, Research & Development NIGHT-WATCH R&D AND INNOVATION AWARDS 2024:** Zorluteks R&D Center clinched first place in the "Best Multidisciplinary Project" category with its innovative filter design project tailored for the mining industry.
- **Türkiye R&D 250 Research:** Zorluteks ranked 149th among the 250 companies with the highest R&D investments in 2023.
- **ISO 500 Türkiye's Largest Industrial Enterprises:** Zorluteks has been recognized as one of Türkiye's largest industrial enterprises by securing a place in the ISO 500 ranking. Compiled by the Istanbul Chamber of Industry (ISO), this list is based on companies' sales revenues from production, export performance, number of employees, added value created, and contributions to the national economy.



TEXTILE

ZORLU TEXTILE GROUP PLACES ENVIRONMENTAL SUSTAINABILITY AT THE FOREFRONT OF ITS PRIORITIES.

Zorlu Textile Group prioritizes environmental sustainability by producing low-carbon-footprint products, aiming to lead the textile sector both in Türkiye and globally.

ZORLU TEXTILE GROUP AND SUSTAINABILITY

Zorlu Textile Group consistently outperforms industry averages on global sustainability indices such as the FEM Higg Index and FSLM Higg Index, pursuing even higher scores with unwavering dedication.

Driven by a strong commitment to environmental sustainability, Zorlu Textile Group continues to create value for the industry with innovative products that help reduce its carbon footprint. Aiming to be a pioneering force in the textile sector both in Türkiye and globally, the Group embraces its responsibility for a greener future by developing nature-friendly solutions that support long-term, sustainable progress.

360-DEGREE SUSTAINABILITY APPROACH

Sustainability has evolved beyond environmental concerns to encompass economic and social dimensions, demanding a holistic integration across all business processes. Leading global retail brands now expect flawless adherence to high-quality, sustainable standards from their suppliers.

Zorlu Textile Group consistently outperforms industry averages on global sustainability indices such as the FEM Higg Index and FSLM Higg Index, pursuing even higher scores with unwavering dedication.

KORTEKS has taken significant strides in environmental sustainability within the polyester yarn sector, issuing Environmental Product Declarations (EPD) in 2021 across four product categories based on Life Cycle Assessments (LCA). In 2024, Korteks voluntarily underwent HIGG-FEM and SLCP audits to enhance its environmental and social performance. As a member of the HIGG INDEX platform which evaluates sustainability across the supply chain, Korteks rigorously measures its environmental performance (HIGG FEM) and social impacts (HIGG FSLM). Since 2021, the Company has also endorsed the United Nations Global Compact (UNGC), committing to ongoing improvements in human rights, labor conditions,

environmental protection, and anti-corruption efforts. These certifications and accreditations are anticipated to bring the Company significant competitive advantages on the international stage, especially as the pace of green transformation accelerates in the coming period. The 2023 Sustainability Report has also been published as part of these ongoing improvements.

Embracing the principle of efficient resource utilization, Zorlu Textile Group is dedicated to developing eco-friendly products with the goal of fostering a sustainable world. In 2024, led by Korteks and Zorluteks, the Group has fully embraced a sustainable growth strategy, embedding sustainability as a foundational pillar of its business practices in alignment with the Smart Life 2030 vision. This vision has already yielded a portfolio of sustainable, innovative products, including TAÇ REBORN®, Dope Dyed, and TAÇ BIOLOOP® yarns—cutting-edge solutions that maintain Korteks' leadership in the sector.

In the home textiles sector, innovative products such as self-cleaning roller and fabric blinds, as well as antibacterial bedding sets, have been developed. Additionally, technical textile solutions have been created for a diverse range of applications—including reinforced fabrics for conveyor system manufacturers, filter fabrics for the white goods industry, flame-retardant and antistatic workwear, illuminated panel coatings for the advertising sector, and specialized textiles for tents, awnings, and sleeping bags.

Reflecting deep sustainability insights, Zorluteks launched Türkiye's first-ever TAÇ Reborn Bedding Collection.



SUSTAINABILITY FRIENDLY ADDITIONS TO TAÇ COLLECTION

The pioneering member of the TAÇ Collection, the TAÇ Reborn Ecodesign Bedding Set, tells the captivating story of an endemic plant, tracing its journey from seed to bloom. Born from a deep sense of responsibility toward preserving biodiversity—one of the critical pillars of environmental sustainability—this collection sets a new standard in eco-friendly home textiles by drastically reducing carbon and water footprints through carefully optimized processes. This collection, realized with the theme of sustainability in design, aims to create awareness for the protection of endemic plants and to make efforts in this direction more appreciated by the society. Leading the way in sustainable home décor, the TAÇ Reborn Curtain is crafted from recycled PET bottles and polyester yarns, marrying elegant design with eco-conscious innovation. Meanwhile, the newest member of the Reborn family, the TAÇ Reborn Organic Satin Bedding Set, offers a luxurious and comfortable sleep experience made from 100% organic cotton satin fabrics.

Zorlu Textile Group prepares all of its products with the motto “Today for Tomorrow,” both meeting the expectations of conscious consumers and contributing to the construction of a better future.

As a globalized brand, Zorlu Textile Group is aware of its responsibility as a pioneer in the industry and aims to take steps in this direction in the future as well. Zorlu Textile Group continues to work resolutely to increase its sustainability, innovation, and international competitiveness, to meet customer expectations at the highest level, and to add value to its stakeholders.

SUSTAINABILITY-DRIVEN PRODUCTION PHILOSOPHY

Zorlu Textile Group prioritizes environmental sustainability by producing low-carbon-footprint products, aiming to lead the textile sector both in Türkiye and globally. This vision fuels the development of nature-friendly solutions and a firm commitment to a greener future.

Korteks, the Group's integrated yarn manufacturing arm, champions circular economy principles through pioneering initiatives. Its innovative efforts, such as producing recycled polyester yarn and biodegradable PET yarn, serve as exemplary projects not only in Türkiye but also on the global stage.

In 2021, Korteks launched its groundbreaking Polymer Recycling Facility with a \$10 million investment—an unprecedented operation in Europe and Türkiye that transforms polyester yarn waste and PET bottle scraps into high-quality polyester yarn.

Water conservation has also been a priority. Korteks's TAÇ REBORN® yarn reduces water consumption by 10% compared to virgin yarn production, with a bold goal to slash water usage per kilogram by 50% by 2030.

Zorlu Textile Group R&D centers also focus entirely on sustainability projects and cooperate with universities and various international institutions in this area. PLASTICE, the first Horizon Europe Project of Korteks, which was accepted to the European Horizon Program with this project, aims to recycle complex textile and plastic wastes, which are very

difficult to separate, using environmentally friendly, innovative, efficient methods along with smart and digital technologies, and to contribute to the circular economy by manufacturing final products with low carbon footprint from recycled raw materials. Its second Horizon Europe initiative, SSbD-4CheM (Safe and Sustainable-by-Design for New Generation Chemicals and Materials), aims to foster the development of products and processes that are safe for people and the environment while remaining economically viable. The platform plans to integrate safety and sustainability considerations into the design and development of new products and processes, rather than treating them as an afterthought.

Zorluteks plays an active role in national and international projects, achieving significant success in EU-funded Horizon 2020 initiatives like Reclaim and Oxipro. The Reclaim project, distinguished as the inaugural initiative accepted into HORIZON 2020 with a consortium of 22 partners spanning multiple European countries, has been brought to a successful conclusion. Within the scope of the project—aimed at developing innovative solutions to extend the lifespan of machinery and materials, minimize unnecessary resource consumption, and enable autonomous machine control independent of human intervention—efforts have been focused on controlling machines used in bleaching, drying, and processing cotton fabrics that affect their whiteness level, by employing models established through Artificial Neural Networks (ANN).

TEXTILE

THE “GREEN TRANSFORMATION IN INDUSTRY” PROJECT APPROVED IN 2024.

A landmark development in 2024 supporting the Smart Life 2030 strategy was the acceptance of the GREEN TRANSFORMATION IN INDUSTRY (SAYEM 1832) projects, financed by the World Bank and supported by TÜBİTAK.

Some 30% of the projects run under the umbrella of the R&D center are directly intended to serve sustainability.

R&D AND SUSTAINABILITY BACKED BY A STRATEGIC APPROACH

Zorluteks strategically harnesses the deep expertise and advanced technological infrastructure of its R&D Center to achieve its sustainability goals. Guided by the Smart Life 2030 strategy, the Group adopts a holistic perspective toward environmental, economic, and social sustainability targets, embedding sustainability at the very core of its R&D projects.

Accordingly, approximately 30% of the projects carried out at the R&D Center are directly dedicated to sustainability. Operating within a 2,700 m² indoor facility, the Center’s team—comprising engineers from diverse disciplines and technicians with extensive production experience—continues to pioneer innovative solutions that shape the future of the industry.

To date, the R&D Center has transformed its innovative capabilities into tangible results, including:

- 13 completed TÜBİTAK 1501 projects,
- 3 completed and 1 ongoing TÜBİTAK 1707 projects,
- 1 ongoing TÜBİTAK SAYEM 1832 project,
- 3 utility model registrations,
- and 6 patent registrations.

INVESTING IN THE FUTURE WITH GREEN TRANSFORMATION PROJECTS

A landmark development in 2024 supporting the Smart Life 2030 strategy was the acceptance of the GREEN TRANSFORMATION IN INDUSTRY (SAYEM 1832) projects, financed by the World Bank and supported by TÜBİTAK. Within this framework, Zorluteks is:

- Developing a digital software capable of calculating and estimating carbon footprints on a product basis,
- Digitally monitoring all hazardous and non-hazardous wastes to integrate this data into Product Life Cycle Analysis (LCA).

The infrastructure developed as part of this project will also serve as a critical preparatory step for compliance with the EU Green Deal and the Border Carbon Adjustment Mechanism (CBAM). This digital transformation will lay the groundwork for future initiatives aimed at waste reduction and achieving net-zero carbon targets.

Additionally, under the TÜBİTAK TEYDEB 1707 Order-Based R&D program, another project focusing on water optimization and reuse in continuous washing machines was approved, aiming to reduce the water footprint.

STRATEGIC VISION FOR A SUSTAINABLE FUTURE

Zorlu Textile Group remains resolute in its commitment to strategic investments throughout 2024 and beyond, to foster sustainable growth and enhance its global competitiveness. The Group’s primary objectives include:

- Investing in smart and technical textiles,
- Expanding circular production processes,
- Implementing green transformation projects across the entire value chain—from production and logistics to sales and process management.

Within this strategic framework, the February 2024 Managers’ Meeting, attended by Mr. Necat Altın, Sector President of Zorlu Textile Group, and group general managers, featured comprehensive evaluations on:

- R&D and innovation,
- Renewable energy,
- The climate crisis,
- Circular economy,
- Strategic business plans and projects aimed at societal benefit.

Smart Life 2030 Strategy Framework	Strategic Goals	Our Projects Contributing to the Targets		Relevance for SDGs
		Korteks	Zorluteks	
Regenerative Business Models Net Zero Emissions and Circularity	Net zero emissions in Scope 1-2 by 2030 and across the entire value chain (Scope 1-2-3) by 2050	- TAÇ REBORN® - Dope-dyed Yarns - Machinery-Equipment Modernization Projects with High Energy Efficiency - Renewable Energy Certificate	• Taç Reborn • Clean Production Screens • Machine Efficiency Monitoring Interfaces • Energy Efficiency Projects • Actions Taken Within the Scope of Compliance with the EU Green Deal • Reclaim Project • Oxipro • SAYEM 1832 – Call for Green Transformation in Industry: “Development of Software to Calculate Product and Process Carbon Footprints Using Real-Time Data Monitoring and Machine Learning Techniques, and Process Optimization” Project.	  
	Reducing waste by 50% by 2030 and reaching zero waste by 2050	- Recycled PES Filament Yarn (TAÇ REBORN®) - Returnable Packaging studies with suppliers - Production of biodegradable special machine parts using 3D printers	• Rehabilitation of Caustic Recovery Unit	  
	Recovering 50% of the water withdrawn by 2030 and all of it by 2050	- Dope-dyed Yarns - TAÇ BIOLOOP® Yarns	• Reuse of Treated Wastewater from Curtain Production Facility • Care for Water Project • System and Automation Development Project for Process Improvement in Continuous Weaving Fabric Washing Machine	  
Human Centric Ecosystems Inclusion and Diversity	Investing in the future of business and becoming a leader in inclusion and diversity.	- Human Resources Practices - Employee Development Courses - Employee satisfaction survey - Award/Suggestion System	• Human Resources Practices • SDG Innovation Program • Sustainability Bulletin • Zorluteks Market • Employee Development Courses • Employee satisfaction survey • Award/Suggestion System • Sports Teams	    
	Having a 100% sustainable supply chain by 2030 (Strategic Suppliers)	- Establishing a Sustainable Supply Chain Management System	• Supply Chain Classification (Assessment Processes) • Sustainability Supply Chain Management System Courses and Audits	 
	Being a pioneer in social investments and allocating 1% of Zorlu Holding’s EBITDA to Sustainable Development Goals every year.	- KORKUT - Career Events - Career Talks	• Corporate Volunteerism • Tohum Autism Foundation Support Activities • My Sister (Kız Kardeşim) Mentoring Program • Zorluteks Market • Zorlu Enerji Mentor Interviews • KAÇUV Umut Café Project • Career Talks • Ongoing Volunteer Activities • Raising support for children at the 46th Istanbul Marathon • Gathering at Bolu Abant for World Environment Day • “Are You Ready to Spark the Future?” with School Support Association	   

TEXTILE

KORTEKS UPHOLDS ITS CORPORATE SUSTAINABILITY BY EFFECTIVELY IMPLEMENTING STRUCTURED MANAGEMENT SYSTEMS.

Korteks ensures corporate sustainability by implementing ISO 9001, IATF 16949, ISO 10002, ISO 14001, and ISO 50001 Management System standards.



KORTEKS

Living by the philosophy of “Renewing Textiles for Nature and Humanity,” Korteks implements sustainability strategies that align seamlessly with Zorlu Holding’s “Smart Life 2030” ambitions.

Having been a signatory to the United Nations Global Compact (UNGC) since 2007—and with Zorlu Textile Group joining in 2021—Zorlu Holding embraces the 10 principles covering human rights, labor conditions, environmental protection, and anti-corruption efforts, continuously improving in these areas. In 2023, Zorlu Textile Group submitted its Progress Communication Report (CoP) to the UN Global Compact, reaffirming its commitment.

Korteks’ economic sustainability strategy focuses on ensuring the long-term continuity of its operations through effective financial and operational risk management. This approach supports economic sustainability by reducing resource consumption and increasing efficiency.

Aligned with Zorlu Holding’s Smart Life 2030 vision, Korteks implements long-term sustainability strategies under the themes of “Regenerative

Business Models” and “Human-Centered Ecosystems,” strictly adhering to environmental, social, and governance (ESG) criteria.

Leadership in Technical Textiles Driven by a Vision for Sustainable R&D

Korteks positions its technological engineering expertise as a fundamental competitive advantage and delivers innovative solutions in technical textiles to both domestic and international business partners through sustainable R&D investments.

Founded in 1989, Korteks achieved a significant milestone with its polymerization plant—developed with the valuable contributions of Turkish engineers—reaching a daily production capacity of 580 tons of polymer. This robust infrastructure, comprising:

- Advanced production and texturizing machinery,
 - State-of-the-art testing and analysis devices,
 - Pilot production facilities,
- ensures that R&D activities are conducted continuously and efficiently.

Korteks relentlessly pursues investments aimed at improving product quality, developing bespoke solutions for technical textiles, and securing sustainable growth in global markets. Its sustainabil-

ity-driven production approach, circular economy principles, and technological infrastructure reducing its carbon footprint make Korteks a benchmark in Türkiye and on the international stage.

Technological capabilities that support sustainability

Korteks ensures corporate sustainability by implementing ISO 9001, IATF 16949, ISO 10002, and ISO 14001 Management System standards. Korteks proudly secured the ISO 50001 Energy Management System certification in 2024, marking a significant milestone in its sustainability journey. Moreover, since 2022, Korteks has been formally certified with the International Renewable Energy Certificate (I-REC), unequivocally verifying that all electricity consumed originates from renewable energy sources. Korteks regularly publishes ISO 14064 Greenhouse Gas verifications and shares these transparently with all stakeholders.

Zorlu Textile Group’s 2023 sustainability report has been released, showcasing these achievements.

TAÇ REBORN® yarn has held the Global Recycle Standard (GRS) certification since 2019, and in 2024, it also received the Recycled Claim Standard (RCS) certification. Korteks achieved a score of 82 in the 2023 Higg Index FEM Environmental Declaration Module audit, and in 2024, Higg FSLM verification confirmed a 92% success rate.

For over 20 years, Korteks has certified the human health safety of its products with the internationally recognized Oeko-Tex 100 Certificate, renewed annually. Additionally, Life Cycle Assessment (LCA) studies have been conducted for TAC Polyester, TAÇ REBORN® 100% Re-PES (100% Pre-consumer), TAÇ REBORN® 100% Re-PET (100% Post-consumer), and TAÇ REBORN® 50% Re-PES + 50% Re-PET (50% Pre-consumer + 50% Post-consumer) yarns, with the results officially published in 2021 by the Environmental Product Declaration (EPD). The results have been made publicly accessible online for all stakeholders.

ZORLUTEKS

Embracing the philosophy of “Today for Tomorrow,” Zorluteks integrates sustainability comprehensively into all its business processes, aiming for a harmonious and lasting transformation in tune with nature. Guided by a profound sense of environmental responsibility, the Company prioritizes the preservation of natural resources, eco-friendly production practices, and projects that generate societal benefit.

Having long developed strategies to establish a sustainable production model, Zorluteks closely monitors the targets and regulations set forth under the European Green Deal. While proactively identifying risks, the Company actively seizes opportunities to combat climate change. Through initiatives supporting the Net Zero Business Model, it takes concrete steps aligned with the IPCC’s goal of limiting global warming to 1.5°C.

Zorluteks 4.0: The Journey of Sustainable and Digital Transformation

In line with its vision for environmental sustainability, Zorluteks is redesigning the future of home textiles with an unwavering commitment to optimizing resource efficiency. As part of this effort, a Clean Production Software was developed through a TÜBİTAK TEYDEB 1501-funded project, enabling real-time monitoring of electricity, water, natural gas, and steam consumption per unit of production.

This system allows performance comparisons against target values; machines exhibiting deviations in downtime, energy consumption, or production efficiency are instantly identified, facilitating swift corrective action. Consequently, production processes achieve higher efficiency, sustainability, and digital traceability in unison.

In 2023, Zorluteks deployed the ISO 14064 Greenhouse Gas Emissions Management System across its Bursa Dokuma, Lüleburgaz, and Hometeks facilities. This system supports detailed carbon emissions calculations aligned with reduction targets, with the gathered data forming the foundation for continuous improvement initiatives.

Following comprehensive audits at the Lüleburgaz plant, Zorluteks reaffirmed its excellence in environmental management systems, renewing its OEKO-TEX® SteP certification at the highest level, Level 3.

Aligning with the principles of the European Union Circular Economy Action Plan, Zorluteks embraces an eco-design approach in its product development processes. The Reborn Collection, conceived under this philosophy, exemplifies minimalist design and a production mindset that conserves resources.



Carbon footprints of the products within this collection were calculated using Zorluteks’ proprietary Life Cycle Analysis (LCA) software based on a cradle-to-grave methodology and IPCC GWP 100a standards. Energy and water consumption data were sourced from the Clean Production System, culminating in a 50% reduction in carbon emissions compared to conventional reactive print products.

With one R&D and one Design Center, Zorluteks places sustainability at the heart of its operations. Beyond developing innovative products and production technologies, the Company actively collaborates with universities and takes on a leading role in European Union projects.

For Zorluteks, sustainability is not merely a strategy but a fundamental element embedded in its corporate culture and modus operandi.

By continuously increasing its R&D budget and diversifying investments, Zorluteks makes significant strides toward ongoing development and competitiveness. The Company embraces the vision of “increasing market share and maintaining leadership through customer-centric, innovative, and value-adding products,” aspiring to lead the home textile sector in Türkiye and Europe across Technical Textiles, Electronic Textiles, and Functional Textile Products.

The critical role of R&D in developing sustainable industrial processes, implementing clean production technologies, and utilizing environmentally friendly materials reinforces Zorluteks’ commitment to eco-conscious manufacturing. Its R&D efforts aimed at reducing water and energy consumption, minimizing waste, and promoting recycling significantly advance the Company’s sustainability objectives.

Zorluteks regards R&D and design as strategic competitive advantages essential to maintaining leadership. With this outlook, it pursues sustainable corporate growth and aims to expand its global market share by combining customer-focused, tailored production, proprietary fabric development capabilities, and rapid service delivery. This allows the Company to stay ahead of the competition. At the same time, the Company is focused on reinforcing its leadership in the Turkish and European markets, while shaping a distinctive global brand identity and driving sustainable growth on an international scale.

Zorluteks recognizes the value of leaving a better world to future generations and improving and developing today’s conditions for both the textile industry and humanity, and shapes its activities within this framework. Its sustainability perspective transcends environmental concerns to include governance, economic, and social dimensions, reflecting a holistic commitment. Zorluteks, which adopts the understanding of “Regenerative Textiles for Nature and People” with the goal of a livable future, carries out its sustainability approach in parallel with Zorlu Holding’s “Smart Life 2030” vision. Aiming to create value for its stakeholders under the headings of “Regenerative Business Models” and “Human Centric Ecosystems” within the framework of the Smart Life 2030 vision, Zorluteks targets to achieve net zero emissions in Scope 1-2 by 2030 and in the entire value chain (Scope 1-2-3) by 2050 in parallel with the 2053 Net Zero target announced by Türkiye after the Paris Agreement. Furthermore, in order to strengthen the circular economy, the Company aims to develop processes to reduce waste by half by 2030 and to transition to a 100% circular economy model by 2050. In addition to these goals, Zorluteks aims to recover half of the water used by 2030 and all of it by 2050 in order to ensure more efficient use of rapidly depleting water resources.

TEXTILE

ZORLU TEXTILE GROUP OPERATES WITH A FIRM COMMITMENT TO ITS “ZERO WORKPLACE ACCIDENT” GOAL.

Zorlu Textile Group considers the health and safety of its employees as a core corporate value and operates with a “zero workplace accident” goal across all activities.

The Higg Index platform is actively used to assess environmental and social sustainability performance, supporting continuous improvement initiatives.

COMBATING CLIMATE CHANGE

The escalating effects of the global climate crisis have transformed it into a central concern across all industries, with sustainable development goals now more urgent than ever. At Zorlu Textile Group, this shared global responsibility is met with bold, future-focused action. From operations to supply chain, every facet of the business is reimagined through the lens of environmental impact. By designing projects that drive down carbon emissions and conducting studies to establish a low-carbon business model that is resilient against climate risks, the Group aims not only to lead the textile industry’s transformation but also to help secure a more inhabitable world for generations to come.

KORTEKS

Korteks regards the fight against climate change not only as a responsibility but also as a strategic opportunity for transformation in its way of doing business. In alignment with global targets set out in the Paris Climate Agreement and the European Green Deal, it develops regenerative business models focused on net-zero emissions, circular production, and water recovery. Accordingly, the entire value chain—from production to logistics—is being restructured around the principles of decarbonization, energy efficiency, and sustainable resource management.

Energy Efficiency, Water Reduction, and Waste Reduction Projects

- Texturing Climate Control Project
- Energy Efficiency Project for Regulators in Texturing Machines
- Compressor Energy Efficiency Project
- Packaging Material Reduction and Reuse Project
- Steam Consumption Reduction through Reuse of Water in Jet Dyeing Processes

ZORLUTEKS

Zorluteks places climate change at the core of its sustainability strategies and takes concrete steps to reduce its environmental impact. Production processes are regularly monitored for environmental impact, and transparency is ensured through reporting and auditing processes in alignment with international standards.

The Higg Index platform is actively used to assess environmental and social sustainability performance, supporting continuous improvement initiatives. Under the Facility Environmental Module (FEM), ongoing development is achieved in areas such as environmental, energy, water and wastewater management, air pollution, waste, and chemical management, with all processes being effectively monitored.

Carbon Reduction Projects

- Taç Reborn Ecodesign
- Clean Production Screens
- Machine Efficiency Monitoring Interfaces
- Energy Efficiency Projects
- Actions Taken Within the Scope of Compliance with the EU Green Deal
- Reclaim Project
- TÜBİTAK SAYEM 1832: Development of Software to Calculate Product and Process Carbon Footprints Using Real-Time Data Monitoring and Machine Learning Techniques, and Process Optimization

Waste Reduction Projects

- Rehabilitation of Caustic Recovery Unit

Water Reduction Projects

- Reuse of Treated Wastewater from Curtain Production Facility
- System and Automation Development Project for Process Improvement in Continuous Weaving Fabric Washing Machine
- Care for Water Project



OCCUPATIONAL HEALTH AND SAFETY

Zorlu Textile Group considers the health and safety of its employees as a core corporate value and operates with a “zero workplace accident” goal across all activities. Going beyond legal requirements, the Company implements a proactive occupational health and safety management system aligned with international standards. A safe working environment is ensured through risk assessments, regular training, field inspections, and continuous improvement-focused practices, while employee awareness is strengthened to embed a culture of OHS across the organization.

KORTEKS

With its “Zero Workplace Accidents” target at the core, Korteks continuously advances its occupational health and safety policies, guided by the principle that “People Come First.” The Company, classified under the high-risk category according to Türkiye’s Occupational Health and Safety Law No. 6331, holds regular bi-monthly meetings through its 26-member OHS Committee. In 2024, the election of the first female employee representative to the committee marked a significant step toward greater workplace inclusion.

To deepen awareness around occupational health and safety and embed a culture of safety across the organization, Korteks delivers a broad range of training programs. In 2024, a total of 16,301 hours of Basic OHS Training were provided, leveraging digital platforms and interactive content to boost both accessibility and engagement. These train-

ings — conducted biennially and spanning a total of 12 hours — culminate in certification for participants, reinforcing a culture of continuous learning.

OHS performance is regularly monitored and evaluated. In 2024, a total of 58 inspections were carried out, with the effectiveness of workplace safety practices and compliance with legal regulations being assessed with great diligence. During the same period, three near-miss incidents were reported, reflecting a proactive approach to identifying and preventing potential accidents before they occur.

KORTEKS	2022	2023	2024
Number of employees receiving OHS training	2,352	1,880	1,842
OHS training hours	14,112	11,280	16,301

OHS Risk Mitigation Projects

- Fire prevention measures in transformer station cable passages
- Pallet safety on buffer conveyors in the automated high-bay warehouse
- Rain deflector installation at the loading gates of the automated storied warehouse
- Enhanced safety for customer vehicles in the automated shipment area
- Automation of the biocide dosing system

ZORLUTEKS

Zorluteks regards occupational health and safety as an integral part of its sustainable corporate culture, placing the highest priority on the well-being of its employees. Guided by the principle of “Occupational Safety First,” the Company is firmly committed to fostering accident-free and illness-free work environments across all areas of operation.

Protecting the health and safety of employees is seen not only as a moral responsibility but also as a vital pillar of Zorluteks’ long-term, sustainable growth strategy.

Operating under the ISO 45001:2018 Occupational Health and Safety Management System, Zorluteks embraces a proactive approach, striving for the continuous improvement of its OHS performance. In line with its “People First” philosophy, the Company ensures that all processes are designed to minimize risks and that equipment is operated safely and efficiently. These commitments are rigorously upheld within the framework of the Company’s comprehensive OHS Policy.

Zorluteks	2022	2023	2024
Number of employees receiving OHS training	1,146	328	1,607
OHS training hours	9,168	2,968	8,338

TEXTILE

R&D INITIATIVES ARE UNDERTAKEN TO DEVELOP INNOVATIVE PRODUCTS AND PROCESSES.

Driven by the ambition to create innovative products and processes, research and development efforts deliver tangible outcomes across various areas—such as the use of eco-friendly materials, energy efficiency, digital transformation, and functional textile solutions.

R&D

Zorlu Textile Group positions its R&D investments as a strategic priority to sharpen its competitive strength and support sustainable growth. The Group's research and development efforts, driven by the ambition to create innovative products and processes, deliver tangible outcomes across various areas—such as the use of eco-friendly materials, energy efficiency, digital transformation, and functional textile solutions. By reinforcing its R&D centers through national and international collaborations, Zorlu Textile Group enables the development of sector-shaping innovations while gaining a significant competitive edge in global markets.

KORTEKS

Korteks undertakes national and international R&D projects in the fields of sustainable textile production, innovative yarn technologies, and the circular economy. Through strategic collaborations with academic institutions, industrial partners, and research centers, the scope of these activities continues to expand—bringing to life pioneering solutions that shape the future of the textile sector.

EU-Funded Projects

PLASTICE (Horizon Europe)

In this multinational project involving 25 partners across seven countries, the aim is to recycle textile and plastic waste using environmentally responsible methods. Korteks contributes by developing and analyzing recycled polyester/cotton blend yarns.

SSbD4Chem (Horizon Europe – Safe and Sustainable by Design)

With the participation of 19 stakeholders from 14 countries, this project focuses on the design of chemicals in line with sustainability and safety criteria. Korteks plays an active role in developing PFAS-free textile coatings and sustainable textile materials.



TÜBİTAK Funded Projects

Biopolymer Platform Membership & BIGG Mentorship: Korteks is a founding member of Türkiye's first Biopolymer Platform and supports industry development by mentoring start-ups within the BIGG ULUKOZA program.

Development of Traceability Technologies for Recycled Polyester Yarns (TÜBİTAK 1832 – Green Transformation in Industry) This project aims to establish analytical and digital solutions for source- and process-based traceability of recycled yarns.

Scaling Up the Production of Yarns from Polyhydroxybutyrate Polymers from Laboratory to Industrial Scale on Melt Spinning Lines (TÜBİTAK 1832 – Green Transformation in Industry): Targeting the production of biodegradable polymer-based yarns, the project investigates the transition from laboratory-scale to industrial-scale manufacturing.

TÜBİTAK 2244 Industrial PhD Program: In partnership with Bursa Uludağ University, this program supports doctoral-level research focused on biopolymers, functional textiles, and sustainable production techniques.

Industry Collaborations & Customer-Focused Projects

HORIZON Europe Projects with Sun Tekstil: Within the scope of the Horizon Europe project PLASTICE, Korteks collaborates with Sun Tekstil to develop innovative textile products with a low carbon footprint.

Partnership with BUTEKOM Research Center: Joint projects with BUTEKOM focus on producing next-generation textile materials and sustainable yarn solutions.

2024 R&D Events

January 9–12, 2024

Participation in Heimtextil Fair

February 22–24, 2024

Participation in Istanbul Yarn Fair

March 6–8, 2024

Participation in Texhibition Fair

March 13, 2024

Korteks R&D Center ranked among the top 10 most innovative companies at the 10th annual TechXtile Innovation League.

April 23–26, 2024

Participation in Techtextil Fair

May 21–23, 2024

Participation in the 24-month general review meeting of the PLASTICE Horizon Europe Project

May 21–25, 2024

Participation in Hometex Fair

June 27–28, 2024

Participation in the 6-month general review meeting of the SSbD4Chem project

September 11–13, 2024

Participation in Texhibition 2024 Fair

October 9, 2024

Assistant Director of the Korteks R&D Center, Onur Çelen, delivered the opening lecture for the 2024 academic year at the Department of Polymer Materials Engineering, Bursa Technical University.

November 8–9, 2024

Participation with three poster presentations at the 15th International Fiber and Polymer Symposium

November 12–14, 2024

Participation in the Automotive Meetings Fair

November 21–22, 2024

The R&D team participated in the Aachen-Dresden-Denkendorf International Textile Conference 2024, presenting a poster on the “PLASTICE” project, part of the Horizon Europe program.

December 3, 2024

Participation in the Sustainability Talks event held in Istanbul

December 23, 2024

Participation in the “Workshop on Enhancing R&D and Innovation Capacity of Textile Companies,” organized with the attendance of the full academic staff of Istanbul Technical University's Faculty of Textile Technologies and Design.

ZORLUTEKS

Zorluteks stands among the pioneering institutions developing innovative solutions in the textile industry through its R&D and Design Centers. With studies carried out by a team of 75 experts across a total indoor space of 2,700 m², the Company has secured 6 patents, 3 utility models, and design registration certificates for over 200 unique patterns.

As of 2024, Zorluteks successfully completed 37 internally funded R&D and design projects, executed through interdisciplinary collaboration involving researchers, designers, and technicians at undergraduate and graduate levels from various engineering fields.

To date, the Company has successfully delivered numerous nationally and internationally funded initiatives. These include 13 TÜBİTAK 1501 Industrial R&D Projects, 3 TÜBİTAK 1707 Order-Based R&D Projects, and—most recently in 2024—1 TÜBİTAK 1707 and 1 TÜBİTAK SAYEM 1832 project. Under its international portfolio, Zorluteks has completed two Horizon 2020 projects with distinction.

The R&D and Design Centers at Zorluteks contribute not only to advancements in home textiles but also play a vital role in developing technical textile solutions, directly supporting the Company's strategic growth objectives. In line with the Group's Smart Life 2030 goals, sustainability-oriented projects are integrated into the core strategies of these centers. Notably, 15% of all projects to date have directly targeted sustainability objectives.

Projects Realized in 2024

SAYEM 1832 – Call for Green Transformation in Industry Project: Development of software to calculate product and process carbon footprints using real-time data monitoring and machine learning techniques, and process optimization.

TÜBİTAK TEYDEB 1707 Project: System and Automation Development for Process Improvement in Continuous Weaving Fabric Washing Machine

2024 R&D Events

April 23–26, 2024

Participation in the Techtextil Fair

May 8, 2024

Presentation at the Circular Business Event

September 26–27, 2024

Participation at the National Çukurova Textile Congress (UÇTEK) with one presentation

October 25, 2024

Participation in Textile Science and Economy – TNP 2024 with one presentation

November 12–14, 2024

Participation at Filtech Fair & Conference with one poster representation

November 21–22, 2024

Participation at the ADD-ITC Conference with one representation

December 19–20, 2024

Two oral presentations—one from the R&D Center and one from the Design Center—at RD CONF



TEXTILE

KORTEKS DEVELOPS PRODUCTS THAT CURB THE CONSUMPTION OF WATER, ENERGY, AND RAW MATERIALS.

Leveraging innovative production technologies, Korteks develops products that reduce water, energy, and raw material consumption while integrating circular economy principles into its manufacturing processes in line with its vision for a sustainable future.

Zorluteks sharpens its capability to respond to customer demands swiftly and flexibly through digital solutions integrated into its production processes.

INNOVATION

KORTEKS

Guided by its vision centered on research, development, and innovation, Korteks continues to deliver advanced technological solutions for the textile industry. The innovative products developed by Korteks offer a range of functions tailored to the needs of diverse applications, while contributing to the reduction of environmental impact through sustainability-focused production processes.

Innovative Yarn Families Include:

- **DRY TOUCH®** – Moisture management performance yarns
- **TAÇ FLAME RETARDANT** – Flame-resistant yarns
- **TAÇ ANTISTATIC** – Anti-static yarns
- **TAÇ THERMAL TOUCH®** – Body temperature-regulating yarns
- **TAÇ EASY DYED** – Energy-saving yarns dyeable at low temperatures
- **TAÇ UV RESISTANT** – Outdoor yarns with high lightfastness
- **TAÇ CLEAN GUARD®** – Stain-resistant and antibacterial yarns
- **TAÇ CUT RESISTANT** – Cut-resistant yarns
- **TAÇ PBT** – High-resilience yarns made from polybutylene terephthalate for demanding applications

Leveraging innovative production technologies, Korteks develops products that reduce water, energy, and raw material consumption while integrating circular economy principles into its manufacturing processes in line with its vision for a sustainable future.

Flagship Sustainable Innovations:

- **Dope Dyed Technology:** An eco-friendly coloring process that significantly minimizes water consumption.
- **TAÇ REBORN®:** Reduces carbon footprint through energy-efficient recycling processes.
- **TAÇ BIOLOOP®:** Offers biodegradability while preventing microplastic pollution.

ZORLUTEKS

Sustainable Product Collections

Taç Reborn Ecodesign Bedding Set: Launched at the end of 2023, this collection was designed with a minimalist approach and a goal of resource efficiency from the very beginning. A Gate-to-Gate carbon footprint assessment revealed a 50% reduction in emissions compared to conventionally reactive-printed alternatives. Calculations followed ISO 14067 standards and were validated by an independent verifier. The collection also draws attention to biodiversity, featuring designs inspired by endangered endemic flora such as Istanbul Nazendesi, Cappadocia Onion, and Van Inverted Tulip, blending traditional TAÇ aesthetics with a sustainability narrative.

Taç Reborn Recycle Curtain Collection: Produced using recycled yarns derived from PET bottles and polyester yarn scraps, this collection aims to reduce environmental impact by promoting more efficient use of resources, while also contributing to circular economy initiatives.



Taç Reborn Organic Bedding Set: Released in 2024, this product line uses 100% organic materials to provide a skin-friendly, comfortable sleep experience, manufactured through low-impact processes.

TAÇ Bamboo & TAÇ Tencel Collections: Crafted from bamboo fibers sourced from sustainably managed bamboo forests and Tencel yarns derived from eco-friendly eucalyptus plantations, the TAÇ Bamboo and TAÇ Tencel collections offer nature-conscious alternatives to traditional cotton by addressing the high water consumption associated with cotton production.

Consumer-Driven Sustainability Solutions

TAÇ Self-Cleaning Roller Blinds: Utilizes sunlight to break down surface stains, significantly reducing the need for water, energy, and detergents.

TAÇ Cooling Blanket: Offers a cooling solution for warm climates, presenting an eco-friendly alternative to air conditioning.

TAÇ Antibacterial Bedding Set: Reduces the frequency of washing, helping users lower their water footprint while maintaining hygiene.

TAÇ Reborn Organic Bedding Set uses 100% organic materials to provide a skin-friendly, comfortable sleep experience, manufactured through low-impact processes.

TEXTILE

AN INCLUSIVE WORK ENVIRONMENT IS ESTABLISHED, BACKED BY THE PRINCIPLE OF EQUAL OPPORTUNITY.

The Group implements human-centered practices to boost employee satisfaction and engagement, while fostering an inclusive work environment based on the principle of equal opportunity.

Korteks’ human resources policy is built on creating an inclusive work environment that unlocks employees’ potential, embedding corporate values at all levels, and cultivating an organizational culture that supports sustainable growth.

HUMAN RESOURCES

Zorlu Textile Group regards its human capital as its most valuable asset and believes that sustainable success can only be achieved through competent, engaged, and motivated employees. In line with this belief, the Group implements human-centered practices to boost employee satisfaction and engagement, while fostering an inclusive work environment based on the principle of equal opportunity. Through comprehensive training and development programs, the Group aims to continuously improve employee competencies and invests in talent acquisition and career development projects to attract future talent.

KORTEKS

Korteks’ human resources policy is built on creating an inclusive work environment that unlocks employees’ potential, embedding corporate values at

all levels, and cultivating an organizational culture that supports sustainable growth. With a strong focus on career development, motivation, and employee wellbeing, all HR practices are structured to balance individual success with corporate performance. The Company’s strategic priorities include strengthening employee engagement and satisfaction, offering an equitable career path, and deepening its corporate culture. In addition to professional development, Korteks emphasizes personal growth through targeted training and practical programs.

All HR processes are carried out in line with Zorlu Holding’s ethical principles. Systematic measures are in place to prevent discrimination in recruitment, compensation, and promotion practices, with candidate selection based solely on merit. Employees can report ethical violations 24/7 through the Ethics Line. Korteks is committed to providing a working environment that respects

Number of Employees (2024)	Female	Male	Total
Total number of employees	81	1,761	1,842
Number of white-collar employees	37	300	337
Number of blue-collar employees	44	1,461	1,505
Number of employees unionized/covered by collective bargaining agreements	44	1,204	1,248

With over 2,400 employees across four production facilities, Zorluteks maintains its leading position in the textile sector.

human rights and continually improves its training policies to enhance employees’ knowledge, skills, and experience —supporting both individual development and operational excellence.

ZORLUTEKS

Zorlu Textile Group’s human resources vision is centered on unlocking the full potential of its employees, reinforcing a strong commitment to corporate values and ethical principles, and building an organizational structure that supports sustainable growth. Its strategic focus is to support employee career development and wellbeing, while contributing to the Company’s competitive strength in the industry and its long-term success.

With over 2,400 employees across four production facilities, Zorluteks maintains its leading position in the textile sector. Employee satisfaction and engagement form the foundation of the Company’s corporate culture, while career development opportunities offered play a key role in achieving its sustainable growth objectives.



EMPLOYMENT	2022			2023			2024		
	Female	Male	Total	Female	Male	Total	Female	Male	Total
Total number of employees	1,238	1,910	3,148	1,172	1,684	2,856	1,129	1,347	2,476
Number of white-collar employees	655	639	1,294	650	602	1,252	633	545	1,178

TEXTILE

SUSTAINABLE AND LASTING CONTRIBUTIONS ARE MADE TO ADDRESS SOCIETAL NEEDS.

From education and environmental protection to women's empowerment and local development, the Group drives social responsibility projects that address community needs with a sustainable and lasting impact.

Korteks donated TRY 1,212,496 to the Mehmet Zorlu Foundation in 2024, reinforcing its support for initiatives that create lasting social impact.

SOCIAL CONTRIBUTION

Zorlu Textile Group sees social development as an inseparable part of its corporate responsibility and is committed to creating meaningful social value in every field it operates. From education and environmental protection to women's empowerment and local development, the Group drives social responsibility projects that address community needs with a sustainable and lasting impact. By collaborating closely with stakeholders, these initiatives not only deliver powerful social benefits but also deepen the Group's sense of corporate citizenship.

KORTEKS

Guided by its commitment to sustainable social development, Korteks engages in voluntary social responsibility initiatives, cultivating social awareness through a framework that promotes active employee involvement. Beyond generating economic value, Korteks is dedicated to fostering social and cultural growth, expanding its influence through strong partnerships.

Aligned with Zorlu Holding's Smart Life 2030 vision, priority is placed on social investments within the scope of human-centered ecosystems and innovative business models. As part of this commitment, the Company strives to allocate 1% of its annual EBITDA toward advancing the Sustainable Development Goals.

In this vein, Korteks contributed TRY 1,212,496 to the Mehmet Zorlu Foundation in 2024, reinforcing its support for initiatives that create lasting social impact. Projects carried out under the Sparks Movement, which is grounded in employee volunteerism, are actively supported as an integral part of the Group's corporate culture.

Corporate Social Responsibility Projects:

- 46th Istanbul Marathon
- Granfondo Cycling Race
- Blood Donation Campaign at Korteks
- Technical Visits
- Career Events

2024 Korkut Activities:

- AFAD Accreditation Training (GPS, Map, Compass)
- Life Container Setup Training
- Korkut Search and Rescue Equipment Training
- Participation in Coastal Search for Shipwreck Personnel in the Marmara Sea
- Tent Setup and Use of Rescue Tools Training
- Accreditation Approval and Certification by the Accreditation Working Group Directorate
- Korkut Search and Rescue Team Camp in Kapaklı with 17 Participants (2 days)
- BISO Disaster Awareness Training
- Participation by Korkut Team in AFAD Marmara Regional Coordination Camp in Bursa / Keles Kocayayla Region

Participation in NADMEX 2024 – Disaster Management Fair and Summit, with 5 members of the Korkut Management team.

Thirteen members of the accredited teams from the Bursa Governorship actively participated in the drill held in Gemlik District.

The ZORLU Search Rescue Korteks (KORKUT) team, which was actively in the field during the Kahramanmaraş Earthquake on November 6th successfully completed its accreditation process.

On December 5th, Volunteer Day, they were awarded their accreditation certificates at a ceremony in Ankara, presented by Minister of Interior Mr. Ali Yerlikaya and AFAD President Mr. Okan Memiş.



Zorlu Holding prioritizes social investment through its vision of “human-centered ecosystems” and “innovative business models” aiming to allocate 1% of its annual EBITDA to Sustainable Development Goals.

ZORLUTEKS

Zorlu Textile Group is deeply committed to sustainable development through volunteer-based social responsibility projects that tackle societal challenges head-on. By actively involving employees in these efforts, Zorluteks has built a vibrant ecosystem supporting community-focused initiatives. The Company broadens its impact by focusing on diverse groups—children, the elderly, women, and youth—and partners with associations and foundations to add real value to society.

Bridging financial and operational success with social good, Zorluteks embeds social responsibility at the heart of its corporate culture.

Following Zorlu Holding's “Smart Life 2030” vision, Zorluteks launched the Sparks Movement employee volunteering program. In 2024 alone, 326 volunteers dedicated 348 hours to projects that advance social development, fostering both individual well-being and community awareness.

In collaboration with the Tohumcuk Foundation, Zorluteks integrates the foundation's inspiring artistic designs into its products, raising awareness and supporting their mission. Meanwhile, psychological counseling services to employees raise individual and organizational sense of well-being. The Company's achievements are vividly captured in Nebil Özgentürk's acclaimed book, “Dokuya Dokuya.”

Guided by its vision of “human-centered ecosystems” and “innovative business models,” Zorlu Holding prioritizes social investments, aiming to allocate 1% of its annual EBITDA toward sustainable development goals. Despite negative EBITDA results in 2024, Zorluteks maintained its commitment to social responsibility, contributing a total of TRY 1,997,189.11.

Corporate Social Responsibility Projects:

- Tohum Autism Foundation Support Activities
- Raising support for children at the 46th Istanbul Marathon
- Zorluteks Market
- Feeding Our Furry Friends: 1 Photo = 1 KG of Pet Food Project
- KAÇUV Umut Café Project
- Career Talks
- Volunteering at NGO Market on International Volunteer Day (Dec 5)
- Decorating Birdhouses and Creating Tree Nests with Our Elders
- Feeding Street Animals with Children
- Gathering at Bolu Abant for World Environment Day
- “Are You Ready to Spark the Future?” with School Support Association
- Ongoing Volunteer Activities



MINING - METALLURGY

META anchors its primary production and processing operations in Manisa-Görmes, while expanding its resource development and ore extraction efforts in Eskişehir and pursuing ongoing geological exploration in Uşak.

MINING - METALLURGY

PUBLIC FUNDS ALLOCATED TO THE MINING SECTOR ROSE IN 2024.

In 2024, public funds allocated to the mining sector rose by 34%, reaching TRY 106 billion.

MINING IN TÜRKİYE AND THE WORLD IN 2024

6.1
USD billion

Türkiye's mining products export performance in 2024

2024 was characterized by energy transformation and demand for strategic raw materials, thus reshaping the global mining industry. Demand for critical minerals essential for electric vehicles, battery technologies, and renewable energy systems has risen steadily. Particularly, lithium, cobalt, nickel, and rare earth elements gained prominence due to their central role in electric vehicles, battery technologies, and renewable energy systems. This global shift has driven a surge in new mining investments across resource-rich countries such as Australia, Chile, China, and Canada.

Environmental and social responsibility also gained traction on the international stage. The European Union, Canada, and several Latin American countries introduced new regulatory frameworks aimed at mitigating the environmental impacts of mining and strengthening relationships with local communities. Meanwhile, technologies such as artificial intelligence, autonomous mining equipment, and advanced sensor systems have become widespread. This technological shift has contributed to higher levels of operational efficiency and workplace safety.

Geopolitical developments significantly shaped the global mining landscape. Events such as the China-US rivalry and the Russia-Ukraine war have prompted countries to reassess their critical mineral supply chains. Many nations are turning to their own mineral reserves to ensure supply security while also seeking cooperation with "friendly countries."

Mining Sector in Türkiye

In 2024, Türkiye's mining sector experienced notable economic and investment-driven growth. According to data from the Turkish Exporters Assembly, exports of mining products increased by 4.7% year-on-year, reaching USD 6.1 billion by the end of 2024. A substantial portion of this growth stemmed from metal ores, whose exports rose by 17.2%, amounting to USD 2.33 billion. China remained Türkiye's top export destination in this category.

The Turkish Miners Association forecasts continued momentum, setting a USD 10 billion export target for 2025. This ambition signals the sector's growing strategic significance and its potential to contribute to narrowing the country's foreign trade deficit.

The public sector has also stepped up its commitment with key investments and support mechanisms. The public budget allocated to the mining industry in 2024 rose by 34% to TRY 106 billion —underscoring the intent to strengthen the sector's role in national economic growth. Additionally, over USD 6 billion in planned investments were announced for the energy and mining industries, encompassing not only mineral resources but also natural gas and oil exploration.

Taken together, these developments reflect Türkiye's determination to create higher value in mining and to solidify its competitive presence in global markets.

MINING - METALLURGY

META RUNS NICKEL AND COBALT EXPLORATION EFFORTS AT VARIOUS LOCATIONS.

META’s core production and processing activities are headquartered in Manisa-Gördes, with reserve development and ore extraction in Eskişehir, and geological survey work ongoing in Uşak. Additionally, META conducts nickel and cobalt exploration across various sites throughout Türkiye.

META’S ACTIVITIES IN 2024

8,462
Tons
2024 production



META NİKEL

NEXT-GEN SUSTAINABLE MINING AND MET-ALLURGY APPROACH

Nickel mining in Türkiye began in the early 2000s with the establishment of META.

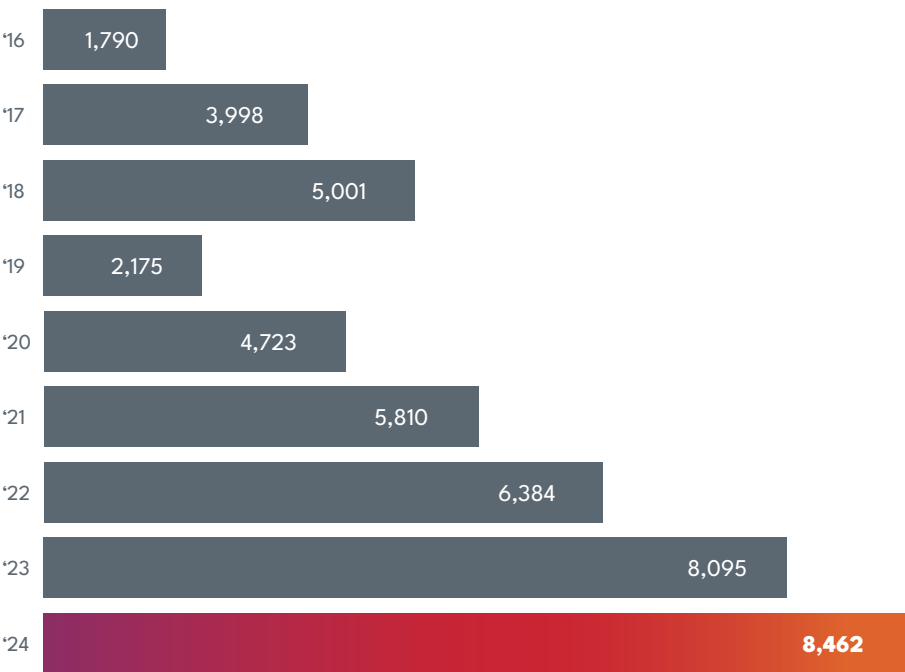
Since 2007, META has operated in partnership with the Zorlu Group, fully acquired by the group in 2016. In 2018, Vestel Elektronik acquired 50% of META’s shares for USD 250 million. Today, META continues its operations as Meta Nikel Kobalt Madencilik Sanayi ve Ticaret A.Ş.

META’s core production and processing activities are headquartered in Manisa-Gördes, with reserve development and ore extraction in Eskişehir, and geological survey work ongoing in Uşak. Additionally, META conducts nickel and cobalt exploration across various sites throughout Türkiye.

The Gördes META-Nickel Plant was designed with an annual capacity to process 1.7 million tons of ore, producing 10,000 tons of nickel metal equivalent concentrate. The plant made its first export shipment in 2015.

Over the past eight years, META has produced a total of 44,635 tons of nickel metal equivalent concentrate, all of which has been exported.

PRODUCTION PERFORMANCE BY YEARS (TONS)



(RECORD HIGHS WITH 338 DAYS IN OPERATION)



MINING - METALLURGY

META STRIVES TO CURB ITS ENVIRONMENTAL IMPACT.

Committed to sustainable production, META actively implements practices to minimize its environmental footprint.

Utilizing open-pit mining techniques, META extracts ore averaging 0.7% nickel from surface reserves. Through advanced technological enrichment, it produces Mixed Hydroxide Precipitate (MHP) with approximately 38% nickel content.

Utilizing open-pit mining techniques, META extracts ore averaging 0.7% nickel from surface reserves. Through advanced technological enrichment, it produces Mixed Hydroxide Precipitate (MHP) with approximately 38% nickel content. This high-value product is fully export-oriented, positioning META as a leading global nickel supplier and reinforcing its standing in international markets.

Traditionally, nickel has been used in stainless steel, alloys, and the defense industry. However, it has now become a critical component in batteries for electric vehicles (EVs) and energy storage systems. Advances in battery technology have increased the nickel content in cells, enabling longer-lasting and more powerful energy systems. This technology shift signals a sustainable and growing demand for nickel.

Committed to sustainable production, META actively implements practices to minimize its environmental footprint. Process water is recovered and recycled before being dispatched to the waste storage facility. The plant's waste storage infrastructure features a three-stage system with a total capacity of 25 million cubic meters, exemplifying high environmental management standards. META holds one of Türkiye's largest environmental permits with a scope of 3,834 hectares. In 2023, it earned the ISO 50001 Energy Management System certification, marking the start of systematic energy efficiency management.

In March 2018, META was accredited by the Ministry of Industry and Technology as an R&D Center. Collaborating with universities, TÜBİTAK, and industry partners, META leads projects that enhance plant efficiency, achieve full

production capacity, develop new products, and optimize water treatment and ore preparation processes — all in support of sustainable development.

More than just a mining company, META pioneers a transformation grounded in sustainable mining, high value-added production, and circular economy principles. Operating with a strong commitment to environmental, social, and technological responsibility, META continues to spearhead Türkiye's vision for next-generation mining and industrial innovation.

ADT Stage 3, Phase 3.1 Investment

META operates a nickel-cobalt ore enrichment plant alongside a waste storage facility (Tailings Dam) in Manisa's Gördes district. The Stage 3, Phase 2 expansion of this facility was completed in September 2023, increasing usable capacity by 2,596,122 m³ between elevations 870-875 meters.

Considering the volume of waste already dispatched to the tailings facility, the storage capacity between elevations 870 and 875 meters is projected to be fully utilized by February 2025. Accordingly, META has decided to commence investment in Stage 3, Phase 3 of the waste storage expansion. This investment will be implemented in two phases:

Stage 3, Phase 3.1 includes the installation of membranes along the 877-886 m elevation on both the left and right embankments

Stage 3, Phase 3.2 involves raising the embankment fill to elevations 879-886 m and completing additional membrane installation

Phase 1 membrane installation was completed as planned in 2024, with Phase 2 embankment filling scheduled to begin in early 2025.



ADT Stage 4 Investment

In anticipation of the existing tailings dam reaching its full capacity, project planning for a new waste storage facility has been initiated to ensure uninterrupted production. The scope of work is divided into two parts: project design and feasibility studies. As part of the project planning, design documents and a drilling plan have been prepared.

For the capacity increase, drilling operations and field tests for geological, geotechnical, and hydrogeological investigations commenced in the 27th week, with the drilling team conducting on-site work. These field studies were completed in the first week of October 2024.

Within the project framework, a Geological-Geotechnical and Hydrogeological Evaluation Report is being prepared, alongside the Soil Investigation Study Data Report, which incorporates revisions requested during previous meetings.

Rooftop SPP System

Plans have been made to install an SPP at META Nikel so as to secure alignment with Zorlu Holding's Smart Life 2030 vision, sustainability strategies and global agreements, thereby achieving higher levels of internal profitability thanks to internal power generation capabilities. Within the project, if a rooftop SPP is installed on the roofs of buildings (Main Entrance, Administrative Building, Warehouse, Nickel warehouse, welding workshop, workshops) at Gördes Facility, 4% of the energy consumed will be obtained from renewable energy.

In the 2024 budget plan, it has been decided to install only on the roof of the main entrance building for trial purposes. Project studies are ongoing.

Sulfuric Acid Production Plant

Sulfuric acid consumption will increase with the increase in MHP production capacity planned to be invested in META Nikel Kobalt Madencilik Gördes Facility and the realization of nickel metal-nickel sulfate and cobalt metal-cobalt sulfate production projects. The sulfuric acid used in the production steps at Gördes Nickel Cobalt Facility is currently supplied from abroad by sea and transported domestically by road.

To address the anticipated demand for raw materials corresponding with the planned capacity increase, plans are devised for the establishment of an acid production facility with an annual production capacity of 500,000 tons. This facility is intended to mitigate the environmental impacts associated with acid transportation and to lower the costs of sulfuric acid consumption in the production process of Nickel Cobalt Hydroxide Intermediate Product.

The primary objective of sulfuric acid production is to retain the financial resources allocated for the procurement of sulfuric acid chemicals from foreign sources within the Company, thereby lowering reliance in production. At the same time, the electricity needs of the sulfuric acid plant and the existing MHP production facility will be met by the electrical energy to be generated with high pressure steam from the waste heat formed in the acid process. By meeting secondary needs such as steam-electricity from within the plant, cost advantages will be achieved.

In addition, the highway traffic used for the supply of raw materials needed in the existing plant will be reduced with the implementation of the project. In this way, reducing the number of trucks in traffic will have a positive impact on the budget and be a positive development in terms of public health and safety.

The sulfuric acid project, designed for a capacity of 500,000 tons per year, has received approval for the "Sulfuric Acid Investment Incentive Certificate," and the "Pre-Application" process for the YTAK loan has been completed. Preparations for the final application are currently underway.

As part of this project, Asos is collaborating with a Chinese partner and has submitted a proposal for a 500,000-ton capacity plant.

- Scope of Offer: EPC-Turnkey business model
- Offer Price: USD 92.46 million

In the Westwin investment process, bidding specifications have been shared with Enfi, Metso, Labris, and Hugo Petersen, and bids are being collected for a sulfuric acid production plant with a capacity of 1 million tons per year.

Investment in Primary and Secondary Atmospheric Leaching Processes Incorporating Acid Recovery

Research and development efforts are ongoing to raise MHP production capacity while reducing costs. The goal is to invest in a pilot plant to establish the process philosophy for primary and secondary atmospheric leaching with acid recovery.

MINING - METALLURGY

RECOVERED WATER RATIO EQUALED 63.5% AS OF 2024.

To achieve the goal of recovering 50% of water used by 2030 and to minimize the consumption of natural resources, the ratio of recovered water reached 63.5% by the end of 2024.

The primary strategy of META's R&D Unit is to optimize existing products, improve process efficiency, reduce costs, and focus on deriving high value-added products from low-grade ore.

By contributing to Zorlu Group's Smart Life 2030 sustainability vision, targets were monitored quarterly and activities were carried out to take necessary actions.

Within this framework, greenhouse gas emission intensity has slightly increased from 24.82 tons CO₂e/ton Ni to 27.83 tons CO₂e/ton Ni by 2024.

To achieve the goal of recovering 50% of water used by 2030 and to minimize the consumption of natural resources, the ratio of recovered water reached 63.5% by the end of 2024. Within the framework of Smart Life 2030, it is aimed to reduce the use of water from nature to zero by 2050.

Another plan is to source some electricity from renewable energy by installing solar power plants (SPPs) on building roofs. Feasibility studies conducted in 2024 indicate that a total installed power of 1,361 kWp DC over 418 m² of roof area will begin with a building in 2025. Upon project completion, energy consumption is expected to decrease by 4%, resulting in a corresponding 4% reduction in Scope 2 greenhouse gas emissions compared to 2023.

With its mining and metallurgy activities, META focuses on producing innovative products with high added value by utilizing metallurgical and chemical sciences. Adopting the vision of producing nickel and cobalt elements in different forms, processing the rare earth elements in the ore and bringing them to the Turkish economy, META aims to become a global supplier by gradually increasing its production capacity.

With the power it will create by blending industrial and entrepreneurial competence of Zorlu Holding with R&D and innovation, the Company aims to further increase the added-value of its operations by transforming concentrated nickel and cobalt production into different forms, to create combined plants that can produce their own inputs through new auxiliary facilities to be established and maximize energy efficiency by recovering idle heat energy, and to contribute to reducing Türkiye's dependence on foreign countries and thus the current account deficit by making domestic and national production.

R&D

The primary strategy of META's R&D Unit is to optimize existing products, improve process efficiency, reduce costs, and focus on deriving high value-added products from low-grade ore. These initiatives are executed in alignment with an environmentally sustainable mining approach.

With a commitment to embracing technological innovations, existing methods are continuously refined and solutions consistent with global advancements are deployed. Our R&D culture is strengthened through collaborations with universities, participation in workshops, patent applications, and training programs.

In the short term, our objectives include process optimization and the development of value-added products. Long-term, META aims to diminish Türkiye's reliance on foreign resources and to contribute to the defense industry.

META is dedicated to shaping the future of mining through its innovative and sustainable R&D initiatives.

In 2024, as in previous years, the R&D center engaged in TÜBİTAK projects and submitted an application to the HAMLE program for emerging innovative technologies with an integrated project. Additionally, we actively monitored open calls for projects on the international stage and continued discussions with companies for potential collaborations. During the year, the R&D center undertook several projects, including the production of aviation-grade metallic nickel, pharmacological-grade calcium and magnesium salts, the recovery of precious metals from waste, the development and production of lithium-ion battery components, enhancements to waste storage facility water, and the production of nickel sulfate from MHP intermediate products. The center participated in symposiums, fairs, congresses, and training sessions, which provided opportunities to connect with companies for potential collaborations. Notable events included the Marmara Career Fair, Critical Minerals Summer 2024, and the Battery Day Seminar.

In 2024, the Company continued its efforts to process raw mined soil into high-value-added products and improve processing methods. These improvements included transforming materials destined for the tailings dam into high-value-added products, utilizing waste, producing cathode active materials from local raw materials, obtaining pharmacological-grade calcium and magnesium salts, and removing impurities that cause technical bottlenecks during autoclave leaching from the ore before HPAL through economically and technically feasible pre-enrichment methods. End products were produced from MHP intermediate products through oxidative leaching, the existing capacity was increased with the AL process, and 2410 UF pulp was mixed with surge ore for MHP washing using nickel sulfate solution.

In order to provide the necessary contribution to process innovations, trainings were received from Bilen Patent Company on patent and intellectual property rights, accounting, basic competence, patent workshops, innovation training, and workshops. As a result of the training received, the application process for 4 patents was completed during the year. The patents applied for include: obtaining nickel sulfate from low nickel content solutions; a fully automatic mechanical mixer; selective cobalt precipitation after purification with oxidant addition from nickel and cobalt-containing intermediate products; and obtaining nickel oxide from nickel-containing solutions, as well as a system and method for the enrichment of lateritic ores.

Recovery of Plant Wastewater, Magnesium, and Iron End Products Project

This project aims to generate value-added products with commercial potential from the process waste of lateritic nickel-cobalt ores. It focuses on



sustainable resource management by utilizing the water present in the waste and transforming domestic knowledge and skilled labor into added value. Specifically, one significant drawback of the waste sludge, which has a solid content of approximately 20%, is the space it occupies in the waste storage facility and the large volume of used process water it contains. Through this project, purified water will be recycled back to the plant, reducing the amount of clean water needed for production. Additionally, this will prevent the need for extra storage facilities by minimizing solid and liquid accumulation in the waste storage area, while also creating commercial value through the recovery of metals from both the solid and liquid components.

Pre-Leaching Process with Different Ores

The Meta Nickel Cobalt Mining R&D Group Directorate is exploring alternative methods for a new pre-leaching process that utilizes various solvents, aiming to optimize nickel production through the evaluation of alternative techniques. The primary goal is to eliminate impurities such as calcium (Ca) and magnesium (Mg) from the ore before high-pressure acid leaching (HPAL), thereby addressing technical challenges during autoclave leaching. This pre-enrichment process focuses on economically and technically viable methods. Different ore samples were utilized in the tests. An additional driver of the study is the aim to transform the impurities present in the ore samples into commercially valuable product forms. Literature reviews indicate that the solvents used in this process can be recovered at a high rate. Building on initial research findings, optimization studies for

pre-leaching have commenced, followed by investigations into product recovery and solvent recovery. Ongoing studies aim to identify the optimal process setup, parameters, and behavior of pre-leached ore under HPAL conditions.

Capacity Increasing Studies with Atmospheric Leaching Method

To improve the production capacity of the existing plant, the strategy involves integrating the charged solution obtained from atmospheric leaching studies into the system. Following the completion of laboratory studies, a pilot-scale atmospheric leaching plant will be established to assess the positive and negative effects of this process.

Studies on End Product Production from MHP Intermediate Product

A clean NiSO₄ solution was achieved via neutralization after the selective removal of Ni from the MHP intermediate product and its extraction into the solution phase after oxidative leaching. Electrolysis of this solution yielded nickel metal with a purity of 99.96%.

MHP Washing Study with NiSO₄ Solution

The objective is to reduce transportation costs associated with the H₂O content in the product, which contains 50% moisture when transported in big bags. By transferring more product in these bags, cost savings can be achieved. The studies revealed that the moisture content of the MHP decreased from 52% to 46%, while the nickel content in the MHP increased by 15-20%. This improvement will facilitate the transportation of a greater quantity of nickel.



REAL ESTATE

Zorlu Center, Türkiye's first mixed-use project with five functions, features an integrated operations management system designed to maximize user satisfaction and improve quality of life.

REAL ESTATE

TÜRKİYE'S REAL ESTATE SECTOR MAINTAINED A RESILIENT STANCE IN 2024.

Despite high inflation, tightening access to financing, and rising interest rates, Türkiye's real estate sector maintained a resilient stance in 2024.

REAL ESTATE SECTOR IN TÜRKİYE AND THE WORLD IN 2024

1.152

million

Number of houses sold in Türkiye in 2024



Globally, 2024 marked a turbulent period for the real estate sector. Rising interest rates, inflationary pressures, and geopolitical uncertainties led to a slowdown in residential and commercial property investments across many countries. Global real estate investment volume fell by 12% compared to 2023, amounting to approximately USD 750 billion. While the office segment contracted by as much as 18%, interest in logistics spaces, data centers, and green-certified projects continued to grow. The global housing price index rose by 4.3%, although this increase remained more modest than in previous years. Sustainability and environmental criteria have increasingly become decisive in investment decisions.

Despite high inflation, tightening access to financing, and rising interest rates, Türkiye's real estate sector maintained a resilient stance in 2024. A total of 1.152 million housing units were sold during the year, marking an 11% decline compared to the previous year. First-hand sales dropped by 9% to 366,000 units, while second-hand sales fell by 12.5% to 786,000 units. Due to rising credit costs, mortgage sales made up only 13% of total sales, reflecting a 28% year-over-year decrease. The housing price index rose nominally by 64.7% in 2024, while in inflation-adjusted (real) terms, the jump stood at 8.2%.

REAL ESTATE

ZORLU REAL ESTATE GROUP LEADS THE WAY IN PIONEERING INNOVATIVE, SMART, AND SUSTAINABLE LIVING SPACES WITH ZORLU CENTER.

Zorlu Real Estate Group is leading the way in innovative, smart, and sustainable living spaces with Zorlu Center — Türkiye's first mixed-use development integrating five distinct functions.

On the commercial real estate front, the office market continued its recovery. Prime office rents in Istanbul, Ankara, and Izmir rose by an annual average of 48%, while the overall vacancy rate held steady at 15.2%. In the retail sector, shopping mall turnover per square meter climbed to around TRY 7,300, sustaining the recovery trend. Demand in the logistics sector increased in parallel with developments in e-commerce and supply chain management; approximately 92% of the 9.2 million square meters of logistics space in Istanbul and surrounding regions remained occupied.

2024 also saw a notable decline in residential sales to foreign buyers. Total sales dropped by 42% year-over-year to 28,800 units. This downturn was largely driven by amendments to the citizenship-by-investment program and volatility in foreign exchange markets. As a result, the share of foreign buyers in total residential sales fell to 2.5%, down from 4.5% in 2023.

Looking ahead to 2025 and beyond, expectations for a sector-wide recovery remain strong. Improvements in financing conditions, government-backed housing campaigns, and rising demographic demand may stimulate renewed activity in the domestic market. In commercial real estate, demand is projected to shift further toward sustainable, high-performance buildings. Criteria such as green certification, digital infrastructure, and energy efficiency will continue to shape investment decisions. A renewed inflow of capital, particularly from the Gulf and Central Asia, is also anticipated to gain momentum.

An innovative and sustainable next-generation living center: Zorlu Center

Zorlu Real Estate Group is spearheading innovative, smart, and sustainable living spaces with Zorlu Center — Türkiye's first mixed-use development to integrate five distinct functions in a single project. Comprising Zorlu Shopping Mall, Zorlu Performing Arts Center, Raffles Istanbul Zorlu Center, residences, and offices, the five-function Zorlu Center is an exceptional mixed-use development in Türkiye and the world at large.

Developed in line with the Smart Life 2030 strategy, the project incorporates sustainable technologies such as intelligent energy management systems, ZES electric vehicle charging stations, customer trend monitoring platforms, and mobile payment solutions. At Zorlu Center, parking and valet payments have been digitized through the Zorlu World mobile platform. This application, implemented for the first time in a shopping center in Türkiye, provides great convenience to guests.

In 2024, Zorlu Real Estate Group carried forward its commitment to enriching the everyday experience of residents and guests alike, treating sustainability not merely as an ambition but as an integral principle of its operational ethos. Hence, the Group takes important steps towards reducing environmental impacts, increasing social impact, and strengthening governance.

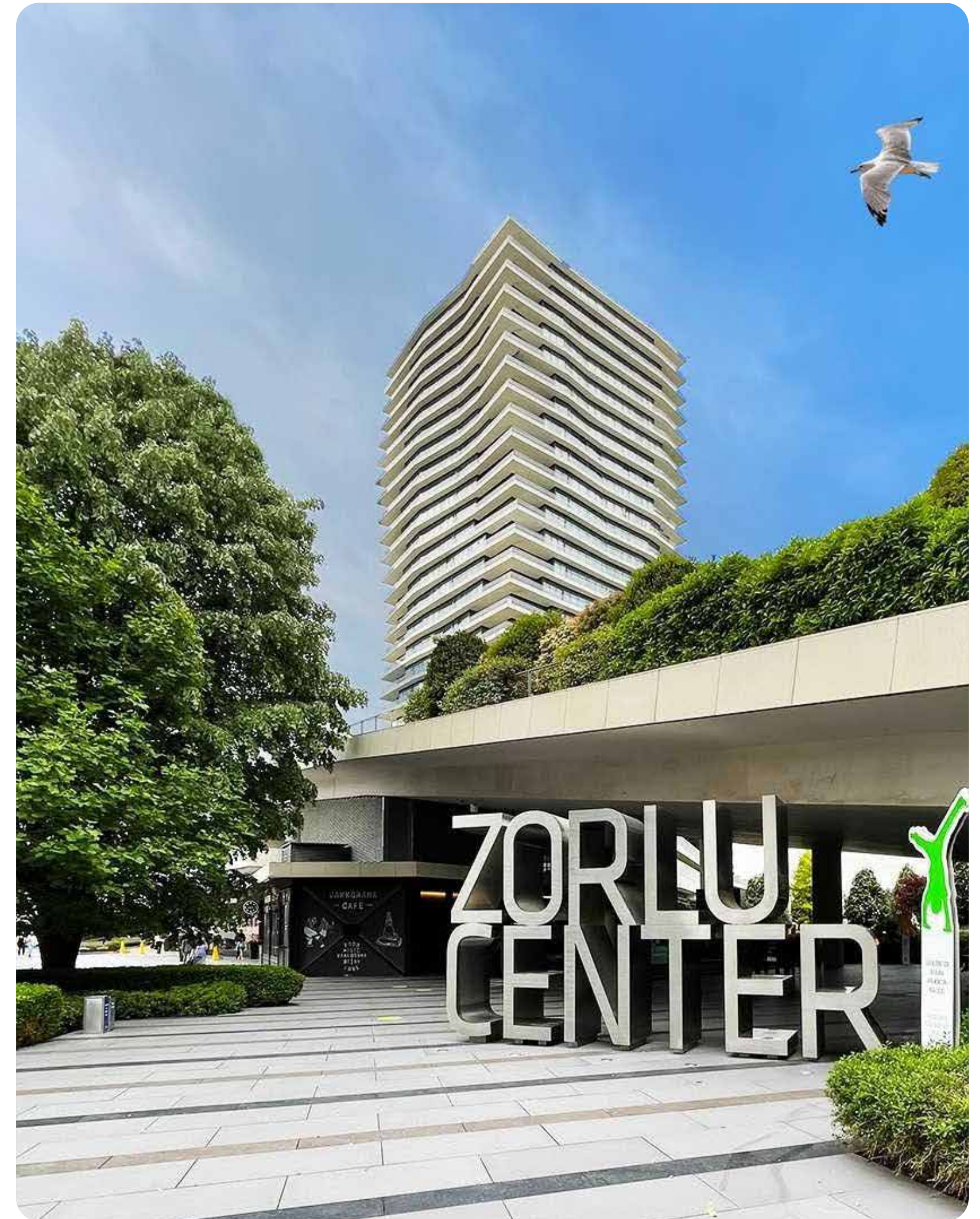
High Efficiency and Sustainability-Driven Management

Zorlu Center, Türkiye's first mixed-use project with five functions, features an integrated operations management system designed to maximize user satisfaction and improve quality of life. Requests from residential tenants are handled swiftly and with a solution-oriented approach, while innovative practices are in place to ensure the efficient use of energy and water resources.

At Zorlu Center, energy consumption across the entire complex is monitored and analyzed through a centralized system using SkySpark software. Based on predefined performance criteria, systems are optimized to deliver higher performance with lower energy input. This has resulted in measurable efficiency gains across all operational processes.

To continuously improve energy efficiency, ensure full compliance with legal and corporate obligations, and encourage active stakeholder engagement, the ISO 50001 Energy Management System is implemented at Zorlu Center. In line with this system, training programs are conducted to cultivate a corporate culture rooted in sustainability, and continuous development in energy management is actively supported.

Activities carried out under ISO 50001 aim to reduce greenhouse gas emissions, decrease waste generation, and improve the efficiency of resource use. As a result, concrete contributions have been made toward lowering carbon emissions, reducing reliance on fossil fuels, increasing the use of renewable energy, and shrinking the total carbon footprint. Moreover, through a collaboration with Zorlu Enerji, all energy used is certified with an International Renewable Energy Certificate (I-REC), thus making the commitment to clean energy usage both tangible and verifiable.



REAL ESTATE

ZORLU PSM HOSTED 700 THOUSAND ART ENTHUSIASTS IN 2024.

In 2024, across seven distinct venues under its roof, Zorlu PSM hosted over 610 theater performances and concerts, three festivals, and hundreds of talk shows, stand-up acts, interviews, parties, and corporate events—welcoming more than 700,000 art enthusiasts to over 1,100 events in total.

ZORLU REAL ESTATE GROUP'S OPERATIONS IN 2024

For the Children with Leukemia Week on November 2-8, Zorlu Center changed its colors to orange to raise awareness in cooperation with LÖSEV.

The Excitement of EURO 2024 Came Alive in the Park Area

Between June 18 and July 2, 2024, a public screening event for the Turkish National Team's games during the EURO 2024 was held at the Square Floor, Park area of the Zorlu Center, sponsored by Calve. The event attracted over 5,000 visitors.

Festive Spirit Celebrated at the 'Zorlu New Year Festival'

Zorlu Center brought the joy of the New Year again in 2024. Zorlu New Year Village, Türkiye's first New Year's Village, welcomed its guests for the tenth time on the Zorlu Center Square floor, offering thousands of gift alternatives for every taste, from specially designed jewelry and accessories to textile products, from Christmas ornaments to decoration materials, as well as different gift options and stylish designs of very special brands. Music performances and events were organized throughout the month. The New Year concert featured renowned singer Şevval Sam as a guest artist on stage with famed pianist İskender Paydaş.

Zorlu Center Showcased Distinctive Works of Art to Istanbulites

Works of art were presented to art lovers in the exhibition areas created at the Levazım upper entrance section of the Zorlu Center Square Floor. Throughout the year, pieces such as "HUMMING-BIRDS," "DERVISH," and "WAVE" by Beste Alperat were exhibited. In the Beymen corridor, a specially designed display case showcased the work of expressionist artist Ezgi Güneştekin to Zorlu Center visitors. It is aimed to diversify art activities within the framework of the annual plan and bring them together with art lovers.

Zorlu Center Set a Benchmark for Corporate Social Responsibility Across All Sectors

As always, Zorlu Center attached importance to social responsibility in 2024, implementing many projects in this regard and inspiring the sector. As

part of its social responsibility efforts, the Center was illuminated in pink to raise awareness about breast cancer and highlight the importance of early diagnosis. It also turned its lights orange in support of the campaign to combat violence against women, drawing attention to this critical issue. Additionally, during Leukemia Awareness Week (November 2-8), in collaboration with LÖSEV, the Center once again adopted the color orange to promote awareness. Zorlu Center also participated in the "Light It Up Blue for Autism" campaign to draw attention to autism and raise awareness around the world this year as well. In addition, the "No Barriers at Zorlu" project, which was launched in 2016, continued to expand the social impact of Zorlu Center as one of the projects developed with great care.

SERVICES

Zorlu Performing Arts Center

For Zorlu PSM, 2024 marked a vibrant year characterized by impactful contributions to the sector's growth and sustainability, with a rich array of innovative productions and standout events bringing the stage to life.

Throughout the year, across seven distinct venues under its roof, Zorlu PSM hosted over 610 theater performances and concerts, three festivals, and hundreds of talk shows, stand-up acts, interviews, parties, and corporate events—welcoming more than 700,000 art enthusiasts to over 1,100 events in total.

Beyond its standing as Türkiye's leading cultural and artistic platform, Zorlu PSM continued to strengthen the national theater scene through its role as a producer.

- Commemorating the 100th anniversary of the Republic, Zorlu PSM staged 1923, a monumental production honored with the Haldun Dormen Special Award at the 25th Afife Theater Awards, captivating audiences throughout 2024.

- The rehearsals for İnsanlar, Mekanlar ve Nesneler (People, Spaces, Objects), directed by İbrahim Çiçek and featuring Cannes Film Festival Best Actress winner Merve Dizdar returning to the theater stage after a long hiatus, were held at Zorlu PSM throughout 2024 in anticipation of its premiere in early 2025.
- Afife, a joint production by Afife Theater and Zorlu PSM, conceived by Demet Evgar and Serdar Biliş, brought Afife Jale's artistic struggle to the stage, resonating deeply with audiences.
- The December premiere of Hayalperest, co-produced with Away From Keyboard and starring Enis Ankan, drew significant attention for its compelling story and dynamic ensemble of nearly thirty dancers and choir members.
- Zorlu Children's Theater presented the Flawless World Musical, adapted from Elif Sude Dobra's Unusual Technological Tales, the winning entry of the 'One Dream One Play' competition organized by Zorlu Holding Corporate Communications, enchanting theatergoers of all ages.

In addition to world-renowned musicals, shows, and concerts, Türkiye's most beloved comedy performances regularly graced the Zorlu PSM stage, drawing thousands. Cem Yılmaz's new show CMXXIV premiered exclusively at Zorlu PSM and played to sold-out audiences throughout the year. Likewise, Ata Demirel Gazinosu sustained its popularity with enthusiastic viewers all season. Furthermore, rising stars of Türkiye's new generation of comedy, acclaimed both onstage and across social media with millions of followers, found a continuous home at Zorlu PSM.

Zorlu PSM's curated festivals—bringing together legendary icons and emerging talents of the global music scene—once again united thousands and hosted over 70 artists and performers in 2024. Zorlu PSM, in collaboration with %100 Music, hosted the eighth edition of Sónar İstanbul, which serves as the Istanbul edition of Sónar, one of Europe's most prestigious music festivals celebrating music, creativity, and technology. The lineup featured artists such as 2ManyDJs b2b Tiga, Adam Beyer, Atakan Uysal, Cărbone Black, Eliza Rose, Ellen Allien b2b Nene H, Henrik Schwarz, Jan Blomqvist, Jennifer Cardini b2b Ece Özel, Joy Orbison, Marcel Dettman, Marc Gonen, Numeric, Olof Dreijer, Onur, Overmono, Ögem Yılmaz, Pina Tesla, Ryoji Ikeda-Ultratronics, Samet Günel b2b NON, Sevdaliza, William Basinski, THC, and Zeynep Erbay.

In November, the two-day MIX Festival by %100 Music brought together internationally renowned headliners, alternative Turkish artists, and emerging Turkish names—including Balthus, Bedük, Can Temiz, Catching Files, Cem Yıldız, Cisetta, Digitalism, Hissikablelvuku, Jamie S, Local Natives, Lucky Love, Milky Chance, Monday In Neptune, Non,



Orhan Tanrıver, Starsailor, Superbebek, Ştella, Temples, Timuçin Coşkun, Altın Gün, Trentemøller, and Yin Yin—offering a diverse and vibrant musical feast. The PSM Loves Summer by %100 Müzik concert series returned for its third edition, keeping the spirit of the festival season alive across the city all summer long with performances stretching from May through August. The series hosted internationally acclaimed musicians like L'Imperatrice, Kerala Dust, BadBadNotGood, Blonde Redhead, and Black Pumas. The PSM Loves2Dance series, which showcases some of the finest artists in dance music, continued throughout the year. Building on the momentum of the series, the launch of the PSM Loves2Dance Festival added yet another Zorlu PSM experience to Türkiye's cultural and artistic landscape. Staying true to its 'one-day-only festival' motto, Loves2Dance Festival took place on the stages of Zorlu PSM.

Esteemed international artists such as Adana Twins, Apocalyptica, Archive, Billie Marten, Camelphat, Cosmic Crooner, Deborah De Luca, Engin, Ghostly Kisses, Inji, La Comitiva, Mehro, Monica Molina, Nouvelle Vague, Palaye Royale, Resa Saffa Park, Salif Keita, Schwefelgelb, and many others also graced Zorlu PSM's stages throughout the year. Renowned Turkish musicians representing diverse genres—Fazıl Say & Nicolas Altsaedt,

Gazapizm Senfonik, Gevende, Gökhan Türkmen, Mabel Matiz, Melike Şahin, Mert Demir, and Sıla—continued to captivate their audiences at Zorlu PSM.

Among the international productions showcased on the Zorlu PSM stage in 2024 were grand, globally acclaimed performances such as Pia! The Show, Slava's Snow Show, Peaky Blinders, Formidable! Aznavour, Ill: Richard, and Utsushi. Additionally, internationally beloved classics like Star Wars: A New Hope In Concert and Spider-Man: Into The Spider-Verse Live in Concert drew thousands of art lovers with their successive sold-out shows at Zorlu PSM. At the Zorlu PSM touché by N Kolay stage, a vibrant spectrum of events—from jazz performances and acoustic sessions to comedy shows, themed parties, and talk shows—continued to bring together local and international artists with passionate audiences. Throughout the year, leading Turkish jazz artists, including Ayşe Sicimoğlu, Engin Recepoğulları, Ferit Odman Quintet, Kerem Görsev, and Rişe Özkan Quartet, captivated listeners with their performances. Moreover, Zorlu PSM has distinguished itself as a nurturing institution by providing a platform for emerging talents—both domestic and international—across diverse performing arts disciplines, supporting their growth and visibility.

REAL ESTATE

ZORLU PSM HAS GATHERED ART ENTHUSIASTS ON SOCIAL MEDIA PLATFORMS.

Uniting art enthusiasts with 380,000 followers on Instagram and 256,000 on Facebook, Zorlu PSM also made a striking impact on TikTok, generating 6.1 million views.

Under the motto “The Stage Belongs to All of Us,” Zorlu PSM has welcomed nearly 5,000 children, young people, and their families over the past two years as part of its “My First Theater, My First Concert” project. Carried out in collaboration with esteemed NGOs and district municipalities across Istanbul, the initiative has offered participants a rich cultural and artistic experience—free of charge—on the stages of Zorlu PSM.

86,033

Number of guests hosted by Raffles Istanbul Zorlu Center in 2024

While advancing its vision as a world-class, multi-purpose arts center and global stage, Zorlu PSM has also made a significant impact through its digital initiatives. Committed to expanding the brand’s reach and making culture and arts accessible to all segments of society, Zorlu PSM has embraced the goal of becoming the central hub for digital transformation in the sector. In 2024, it engaged broad audiences by producing original digital content in collaboration with various artists throughout the year. With over 703,000 subscribers and more than 101 million views on YouTube alone, Zorlu PSM stands out internationally among cultural institutions. Its strong social media presence further amplified its influence, boosting both follower numbers and engagement rates. Uniting art enthusiasts with 380,000 followers on Instagram and 256,000 on Facebook, Zorlu PSM also made a striking impact on TikTok, generating 6.1 million views. Altogether, Zorlu PSM’s diverse digital content amassed an impressive 253 million interactions, successfully extending the power of arts and culture into digital realms.

Zorlu PSM, a trailblazer in launching the sector’s most acclaimed cultural and entertainment projects, maintained its unwavering commitment in 2024 to social benefit initiatives aimed at broadening access to the arts and nurturing new talent. Under the motto “The Stage Belongs to All of Us,” the “My First Theater, My First Concert” project—now in its second year—partnered with respected NGOs and Istanbul’s district municipalities to host nearly 5,000 children, youth, and families free of charge, offering them meaningful cultural and artistic experiences on Zorlu PSM’s stages. This project was honored with the Social Benefit Award in the Culture and Arts category by Dünya Newspaper in 2024. Meanwhile, Zorlu Children’s Theater continued its beloved performances this season, uplifting the spirits of over 7,000 children in earthquake-affected regions through the healing power of art.

Driven by a commitment to “sector sustainability and cultivating a skilled workforce for the arts,” Zorlu PSM invested in education throughout the year, both internally and through collaborations with prestigious universities, sharing invaluable industry knowledge with students. The PSM Workshop program, launched in 2021, produced 19 graduates in 2024 with four short plays, contributing fresh talent to the theater’s creative pipeline. Among these, the play Kısık Ateşte Düdüklü Tencere began its professional journey this year as the first PSM Workshop production to move to the stage, with a premiere planned for 2025.

In collaboration with Bahçeşehir University, Zorlu PSM established the Stage Technician Training Program to cultivate specialized technical expertise essential to performing arts production. This year, 25 students graduated from the program, ready to enrich the cultural sector with their skills. Continuing its partnership with Galatasaray University, Zorlu PSM offered mentorship and guidance to young people through the Art and Venue Culture Management course for Communication Faculty students—a well-received program set to expand in 2025 with the addition of a Cultural Management course, doubling the curriculum offerings.

Additionally, in the past year, Zorlu PSM launched the PSM Mobile Application and PSM Membership Program to optimize visitor experience and encourage more frequent attendance. The app enables users to explore Zorlu PSM comprehensively, access hundreds of event details tailored to their preferences, and benefit from exclusive offers.

The Zorlu PSM Membership Program introduced three distinct card models—Star, Elite, and Friends—in 2024, offering a range of exclusive benefits to art lovers. This initiative has brought together devoted followers and supporters of culture and arts, strengthening their connection to Zorlu PSM and enriching their engagement with the institution.



Raffles Istanbul Zorlu Center Maintains Its Place Among The Best Hotels In The World

Raffles Istanbul Zorlu Center, one of the most exclusive luxury hotels in the world, continues to be the address in Istanbul for distinguished visitors from different countries around the world, including Türkiye. With 185 rooms and suites, the hotel welcomed a total of 86,033 domestic and international guests in 2024.

In September 2024, Raffles Istanbul Zorlu Center marked its 10th anniversary with a series of special events and projects, creating unforgettable moments for guests and business partners alike. Throughout its decade-long journey, the hotel has redefined the concept of luxury accommodation—honoring past achievements at this important milestone while sharing its forward-looking vision and reaffirming its commitment to excellence in hospitality.

In April 2024, the hotel conducted a week-long photo shoot commissioned by Raffles Hotels & Resorts headquarters, led by a team of international photographers. Capturing the property’s architectural elegance, refined ambiance, and unique guest experiences, the shoot yielded a refreshed collection of visuals for both social media and the architectural photography archive.

Since its inception, Raffles Istanbul Zorlu Center has earned numerous accolades and, in 2024, once again secured the prestigious Forbes Travel Guide Five-Star Award—the only hotel in Türkiye to receive this honor for six consecutive years.

Further reinforcing its global stature, the hotel ranked 5th on the “Readers’ Favorite Hotels in Europe” list in the 2024 Conde Nast Traveler Readers’ Choice Awards—an esteemed ranking determined solely by reader votes.

Raffles Istanbul’s renowned Raffles Spa and signature restaurant Isokyo were both recognized at the Haute Grandeur Global Excellence Awards, one of the industry’s most prestigious honors, with awards across 14 categories—once again validating the hotel’s exceptional standards in hospitality, gastronomy, and spa services.

Guided by the global vision of the Raffles brand, the hotel also collaborated with leading luxury fashion houses Beymen, Nocturne, and Victoria’s Secret in 2024 to launch original and impactful communication projects. These partnerships—blending fashion with hospitality—reflected the hotel’s commitment to offering its refined guests an inspiring and elevated lifestyle experience.

As one of Istanbul’s premier venues for meetings and events, Raffles Istanbul Zorlu Center—with its 1,200-capacity ballroom—remained among the city’s top choices for wedding celebrations. Thanks to a dynamic commercial strategy targeting both international and domestic markets, the hotel maintained a high advertising value equivalent (AVE) throughout the year, with coverage extending beyond its rooms and suites to include its dining venues, spa, and event spaces.

Driven by its signature approach to personalized service, Raffles Istanbul Zorlu Center curated a series of exceptional gastronomic experiences throughout 2024.

Located on the 22nd floor, the Bosphorus Lounge continued to host guests in an intimate setting, enchanted by Istanbul’s breathtaking panoramic views. Whether as a sophisticated meeting point, a stylish workspace, or a serene break, the lounge offered Raffles guests the opportunity to enjoy exclusive privileges against the city’s most stunning backdrop.

REAL ESTATE

LEVENT 199 UTILIZES ELECTRICITY SOURCED FROM RENEWABLES.

In line with its sustainable and environmentally conscious management policy, Levent 199 operated entirely on electricity generated from renewable energy sources throughout 2024. This commitment to clean energy was officially certified with the internationally recognized I-REC.



Named in tribute to the century's great literary minds and reimagined with a gentlemen's club concept, the Writers Bar continued to offer its select members a range of private experiences. With an ambiance that artfully blends classic and contemporary design, and sophisticated architecture steeped in heritage, Writers Bar remained a destination where members and their guests could enjoy refined comfort, elevated by the unparalleled service and luxury of Raffles Istanbul.

- The Raffles Terrace once again delighted locals with its legendary Raffles Brunch, presenting an exceptional selection of flavors. Enriching its culinary offerings with exclusive collaborations, the hotel launched standout gastronomic projects.

From May 2–5, Raffles Istanbul showcased the unique flavors of Gaziantep cuisine, part of the UNESCO Creative Cities Network, in a special event curated by celebrated chef Doğa Çiççi.

In addition, Teruar Urla, one of Urla's Michelin-starred restaurants, brought a truly exceptional dining experience to Rocca Grill & Terrace as a guest kitchen. During this unique evening, enriched by Ebru Erke's storytelling, Chef Osman Serdaroğlu and his team presented an exclusive menu crafted entirely from ingredients sourced from Urla—offering guests a flavorful journey through the region's rich culinary heritage.

The legendary Long Bar, located within the hotel, continued to welcome guests with its warm ambiance, signature cocktails, exquisite flavors, and the "Live" concept. Each month, the Long Bar Live stage hosted top musical talents across a variety of genres, delivering vibrant performances to guests.

Since opening in 2018, Isokyo, located on the hotel's first floor and inspired by the culinary traditions of the Pan-Asian region from Istanbul to Tokyo, has remained a trailblazer in the dining scene.

In celebration of Raffles Istanbul Zorlu Center's 10th anniversary, Isokyo offered an exclusive tasting menu for distinguished guests. In 2024, the restaurant was awarded one toque by Gault & Millau, one of the world's most respected gastronomic guides—continuing to deliver elevated experiences through its innovative cuisine and original culinary vision.

Spanning a daylight-filled 3,000 square meters, Raffles Spa once again set itself apart in 2024 with distinctive treatment programs and signature therapies. In June, the spa hosted meditation and yoga sessions as part of Global Wellness Day, inviting guests to reconnect with inner balance and deepen their awareness of holistic living. In October, as part of the "A Calm and Healthy Start to Autumn with Miboso" collaboration, the spa presented a wellness event led by Prof. Dr. Zeynep Tartan and Dr. Neslihan İskit, offering insights into immunity-boosting practices, meditation, and Ayurvedic nutrition.

Levent 199: Türkiye's First Large-Scale A+ Office Project with LEED Gold Certification

Levent 199, positioned in Levent, one of the busiest locations in Istanbul, is the first A+ office project of this scale in Türkiye to receive the LEED Gold Certificate from the US Green Building Council (USGBC). Levent 199 earned this certificate due to its eco-friendly features, including highly energy-efficient glass facades, use of LED fixtures throughout the lighting system, an exclusive parking lot for electric vehicles, a bicycle parking area, heat-recovering fresh air systems, and an expansive 10 thousand m² landscape area.

In 2010, Levent 199 was recognized as the best office architecture in Europe-Africa in the commercial buildings category of the International Property Awards, one of the world's most prestigious awards series in architecture and real estate investments. The project also took the Second Prize in the office category of the Türkiye's Most Successful Real Estate Investments competition in 2012.

In 2024, the property continued its technological and infrastructure enhancements with investments totaling TRY 2,614,920, underlining its commitment to modern management principles and superior standards in earthquake safety through innovative design and implementation. As a result, Levent 199 solidified its position as one of Istanbul's premier commercial real estate hubs, achieving an average occupancy rate of 96%. With ongoing leasing processes, full occupancy is projected by 2025.

In line with the concept of smart life, Levent 199 makes effective use of sustainability-oriented technologies such as its double-deck elevators, a first in Istanbul, which reduce the average elevator waiting time to 27 seconds and provide an energy efficiency of 50% at least. Levent 199 also supports end-to-end recycling, and has implemented various eco-friendly practices, such as waste disposal and water treatment systems that treat gray water for reuse in the irrigation of green spaces.

It used electric energy fully supplied from renewable energy resources in 2024 in line with its sustainable and environment-friendly management policy, and its renewable energy use was certified by internationally recognized I-REC as well. This effort led to a reduction of 3,692 tons of CO₂ emissions from electricity consumption over the year.

To promote reduced fossil fuel use in transportation, Levent 199 is equipped with 115 electric vehicle charging stations powered by Zorlu Enerji's next-generation brand ZES—each delivering clean energy to electric vehicles. These charging stations also obtain the electricity they provide to electric cars from clean energy.

As part of its water conservation efforts, 1,946 cubic meters of rainwater were collected and reused throughout 2024, meeting 4.5% of the building's total annual water consumption.

Through its Zero Waste Management System, Levent 199 established 49 waste collection points throughout the building. In 2024, this initiative resulted in the recovery and recycling of approximately 41 tons of recyclable waste.

AWARDS

Yet Another Award for 'Eco Love Fest'

Recognized as the first and most comprehensive sustainability festival in its sector and officially trademarked, Eco Love Fest earned Zorlu Center the Gold Award in the "Best Shopping Mall Event" category at the 2024 ACE of MICE / Master of Events ceremony. Zorlu Center is working for the continuity and sustainability of 'Eco Love Fest', which has received many awards so far.

Golden Award for the Best Shopping Center Event

Eco Love Fest won the gold award in the "Best Shopping Center Event" category at the "ACE OF MICE/MASTER OF EVENTS" ceremony in 2024.

Five Stars for Raffles Istanbul Zorlu Center

Since its inception, Raffles Istanbul Zorlu Center has earned numerous accolades and, in 2024, once again secured the prestigious Forbes Travel Guide Five-Star Award—the only hotel in Türkiye to receive this honor for six consecutive years.

Raffles Istanbul: Ranked 5th Among the Top Favorite Hotels

Further reinforcing its global stature, the hotel ranked 5th on the "Readers' Favorite Hotels in Eu-

rope" list in the 2024 Conde Nast Traveler Readers' Choice Awards—an esteemed ranking determined solely by reader votes.

14 Awards from Haute Grandeur Global Excellence Awards

Raffles Istanbul's renowned Raffles Spa and signature restaurant Isokyo were both recognized at the Haute Grandeur Global Excellence Awards, one of the industry's most prestigious honors, with awards across 14 categories—once again validating the hotel's exceptional standards in hospitality, gastronomy, and spa services.

Isokyo Crowned with a Toque

In 2024, Isokyo was awarded a prestigious Toque by Gault & Millau, one of the most respected guides in the world of gastronomy.

Zorlu PSM Receives Social Impact Award

Zorlu PSM was honored with a Social Impact Award for its project İlk Tiyatrom İlk Konserim (My First Theater, My First Concert).

Recognition from Dünya Newspaper

In 2024, Zorlu PSM received the Social Impact Award in the Culture & Arts category from Dünya Newspaper for its İlk Tiyatrom İlk Konserim initiative.



REAL ESTATE

WASTE IS SORTED BEFORE BEING DISPATCHED TO LICENSED RECYCLING FIRMS.

At Zorlu Center, waste collected from 622 points—including Zorlu Shopping Mall, Zorlu PSM, Raffles Istanbul, and various residential and office areas—is sorted into 12 categories within a 120 m² solid waste management room. This waste is then sent to licensed recycling companies.

ZORLU REAL ESTATE GROUP AND SUSTAINABILITY

Through the “Zorlu’da Engel Yok” (No Barriers at Zorlu) initiative, the goal is to transform Zorlu Center into a fully barrier-free environment.

Zorlu Real Estate employs a comprehensive business strategy focused on sustainable living, incorporating smart systems for efficient energy and water use, a commitment to 100% renewable energy, waste management aimed at achieving zero waste, and socially beneficial initiatives. This approach has positioned Zorlu as a leading provider of sustainable living spaces, both in Türkiye and globally. The Company utilizes 100% renewable energy certified by the Renewable Energy Certificate (I-REC) and boosts sustainability through innovative management systems, including electric taxis and electric vehicle charging stations.

At Zorlu Center, waste collected from 622 points—including Zorlu Shopping Mall, Zorlu PSM, Raffles Istanbul, and various residential and office areas—is sorted into 12 categories within a 120 m² solid waste management room. This waste is then sent to licensed recycling companies, resulting in approximately 1,000 tons of recyclable materials processed annually. In addition to its waste separation facility and 622 collection units, Zorlu Center also facilitates waste collection from neighboring residences through its Waste Collection Center. Beyond minimizing environmental impact, Zorlu Center is committed to promoting sustainable living habits within the wider community.

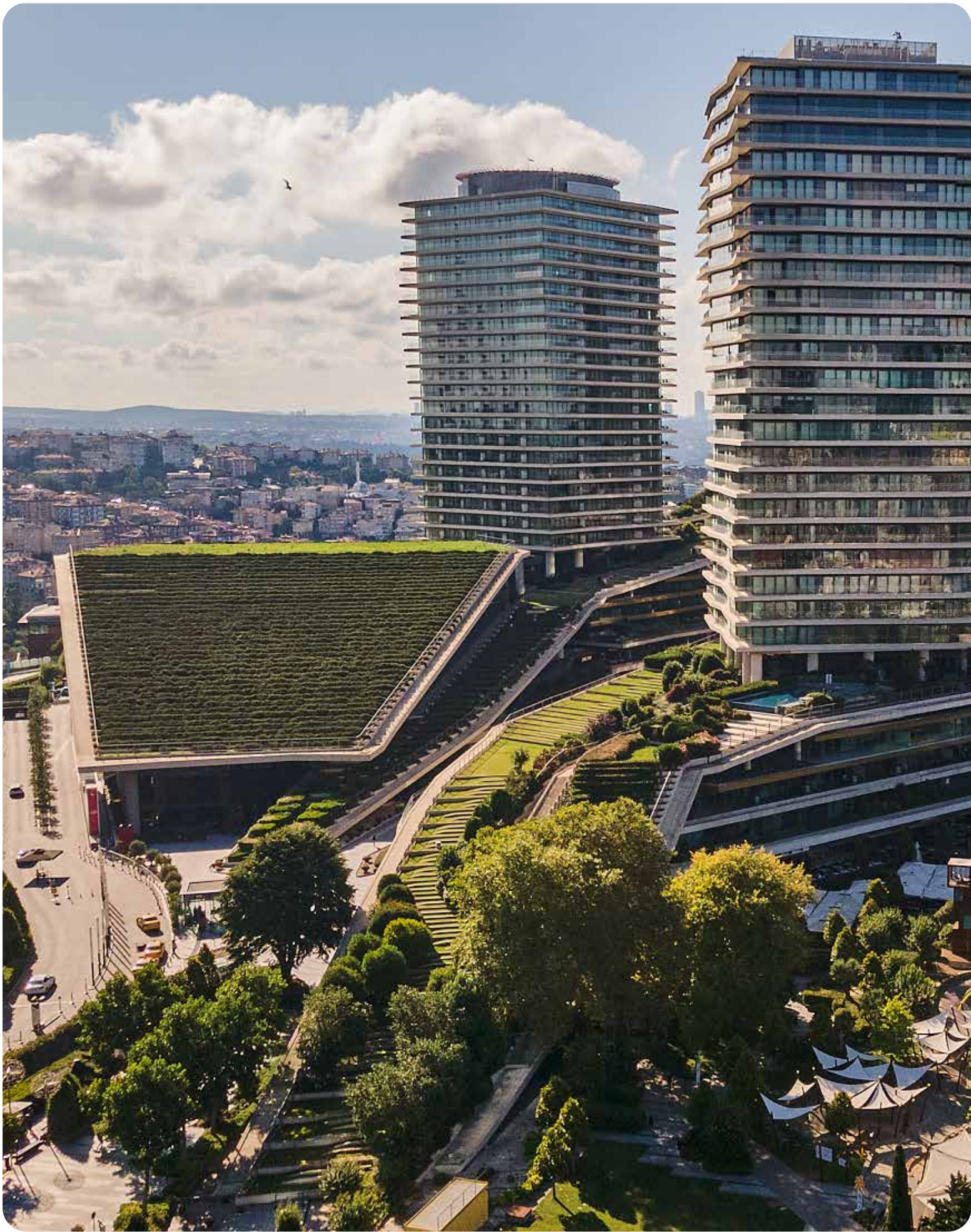
Zorlu Center actively implements numerous smart systems to drive energy efficiency. The transition to LED lighting in common areas has led to significant energy savings, supported by Smart Energy Management Systems. The center’s approach to environmental responsibility extends beyond its premises, with initiatives designed to raise awareness of sustainability throughout Istanbul.

Zorlu Center has implemented the ISO 50001 Energy Management System to drive continuous improvement in energy performance, ensure compliance with regulatory requirements, engage all stakeholders in the process, and embed energy management awareness into the corporate culture through comprehensive training—while promoting both environmental and economic sustainability. ISO 50001 helps Zorlu Center achieve gains in terms of reducing greenhouse gas emissions, generating less waste, and achieving greater efficiency. As a result of these activities, carbon emissions are reduced, contributing to slowing climate change, reducing fossil fuel use, increasing the use of sustainable energy resources, and reducing the carbon footprint.

Aligned with the principle of inclusivity—a cornerstone of sustainable urban development—Zorlu Real Estate is dedicated to making its real estate operations accessible to everyone. Through the “Zorlu’da Engel Yok” (No Barriers at Zorlu) initiative, the goal is to transform Zorlu Center into a fully barrier-free environment. As part of this effort, select staff members across the venue have received sign language training, and restaurant menus are available in Braille, ensuring a more inclusive experience for all visitors.

As always, Zorlu Center attached importance to social responsibility in 2024, implementing many projects in this regard and inspiring the sector. As part of its social responsibility efforts, the Center was illuminated in pink to raise awareness about breast cancer and highlight the importance of early diagnosis. It also turned its lights orange in support of the campaign to combat violence against women, drawing attention to this critical issue. Additionally, during Leukemia Awareness Week (November 2–8), in collaboration with LÖSEV, the Center once again adopted the color orange to promote awareness. Zorlu Center also participated in the “Light It Up Blue for Autism” campaign to draw attention to autism and raise awareness around the world this year as well.

Throughout the year, Zorlu PSM not only invested in industry-shaping initiatives but also brought to life a series of social impact projects aimed at making arts and culture accessible to all segments of society. Zorlu PSM, a pioneering institution in the arts sector, strives to make culture accessible to all segments of society. To achieve this, it has expanded its “My First Theater, My First Concert” project across Istanbul, inviting adults and children from disadvantaged neighborhoods—many of whom have never attended a concert or theater performance—to experience events at Zorlu PSM. This initiative, themed “The Stage Belongs to All of Us,” is carried out in collaboration with expert non-governmental organizations like SosyalBen and the Turkish Education Foundation (TEV), as well as local municipalities and schools. Zorlu PSM’s first talent development program, PSM Atölye, continued uninterrupted in 2024 to discover new talent for the stage, contributing to the sustainability of the theater scene and enriching its repertoire with original content. In addition, Zorlu PSM hosted a wide range of events that raised awareness in areas from education to healthcare and from diversity to inclusion, providing venue and production support to initiatives such as the ÇEV Sanat Peace Concert, the Lokman Hekim Foundation Benefit Night, the Future FEM Project, and the YGA Summit.



OTHER AREAS OF ACTIVITY

MAXIMUM EFFICIENCY, SAVINGS, AND SATISFACTION ARE ACHIEVED ACROSS ALL AREAS OF TOURISM.

Jules Verne Business serves to provide maximum efficiency, savings, security, and satisfaction to corporations in all areas of tourism with domestic and international flight tickets, accommodation, visa, car rental and transfer, and VIP services for all travel needs of corporations.

ABH Turizm Temsilcilik ve Ticaret A.Ş. / Jules Verne Business Mice Travel

Since 1998, Jules Verne Business MICE Travel has been delivering standout “Corporate Travels,” “Corporate Events & Organizations,” and “Tailor-Made Private Journeys” across every corner of the globe, powered by a team of 100 seasoned professionals. With its comprehensive range of corporate and individual services, the Company serves as a trusted solution partner for both institutions and individuals. Joining the Zorlu Group in 2004 further strengthened Jules Verne Business MICE Travel, sharpening its vision to become a pioneering and exemplary organization—trusted, creative, dynamic, globally minded, solution-oriented, and expert in its field—dedicated to delivering value in an increasingly competitive global landscape. It sets trends with its creative, innovative projects and borderless trips, and offers different experiences to all the institutions and individuals it sets out with.

Jules Verne Business serves organizations’ entire travel needs by offering domestic and international flight bookings, accommodation, visa services, car rentals & transfers, and VIP services—delivering maximum efficiency, savings, security, and satisfaction across every facet of tourism. Since 2020, the Company has taken significant strides in developing and investing in Corporate Travel technologies, focusing on a “Digital Leap.” This commitment culminated in the launch of JVSMART, a vital online business travel purchasing and reservation platform designed to revolutionize Corporate Travel Management. JVSmart is an intelligent “Online Business Travel Procurement and Booking Platform” that enables companies to quickly plan their business trips independently from their com-

puters or mobile devices—without the need for email or phone communication with an agency. It allows users to swiftly complete internal approval processes based on pre-defined travel policies, generate real-time online reports to easily monitor compliance with travel policies, and manage expenses through rule-setting mechanisms and online tracking. By optimizing travel expenditures, JVSmart helps organizations achieve significant savings. The platform also offers fast and secure management of all domestic and international flight tickets, accommodations, car rentals, and transfer bookings—24/7—through a single, unified system fully aligned with company travel policies.

Jules Verne Mice makes a difference with its creative services ranging from product launches to dealer meetings, from gala nights to roadshow organizations, from press conferences to protocol trips, from congresses and seminars to award trips, from press trips to special invitations, from fair participation to training meetings in Türkiye and all over the world. With its experienced and dynamic team that is innovative, curious, inspired by the future, the Company realizes the events and organizations of all institutions’ dreams.

Jules Verne Travel, with its team of travel enthusiasts and experienced travel designers who know no boundaries in exploring, makes all points of the world accessible with personal / group-specific travels, and makes dreams come true with personal / group-specific travel programs tailored to expectations and desired experiences. As of December 2021, Jules Verne Travel has achieved Virtuoso status. Virtuoso is an exclusive, invitation-only community of the world’s best travel advisors and

most innovative travel companies, offering travelers extraordinary experiences, privileged access to exclusive amenities, special travel offers and rare experiences. As part of this global network, Jules Verne Travel offers its guests additional advantages with Virtuoso privileges, making their travels even more privileged and enjoyable.

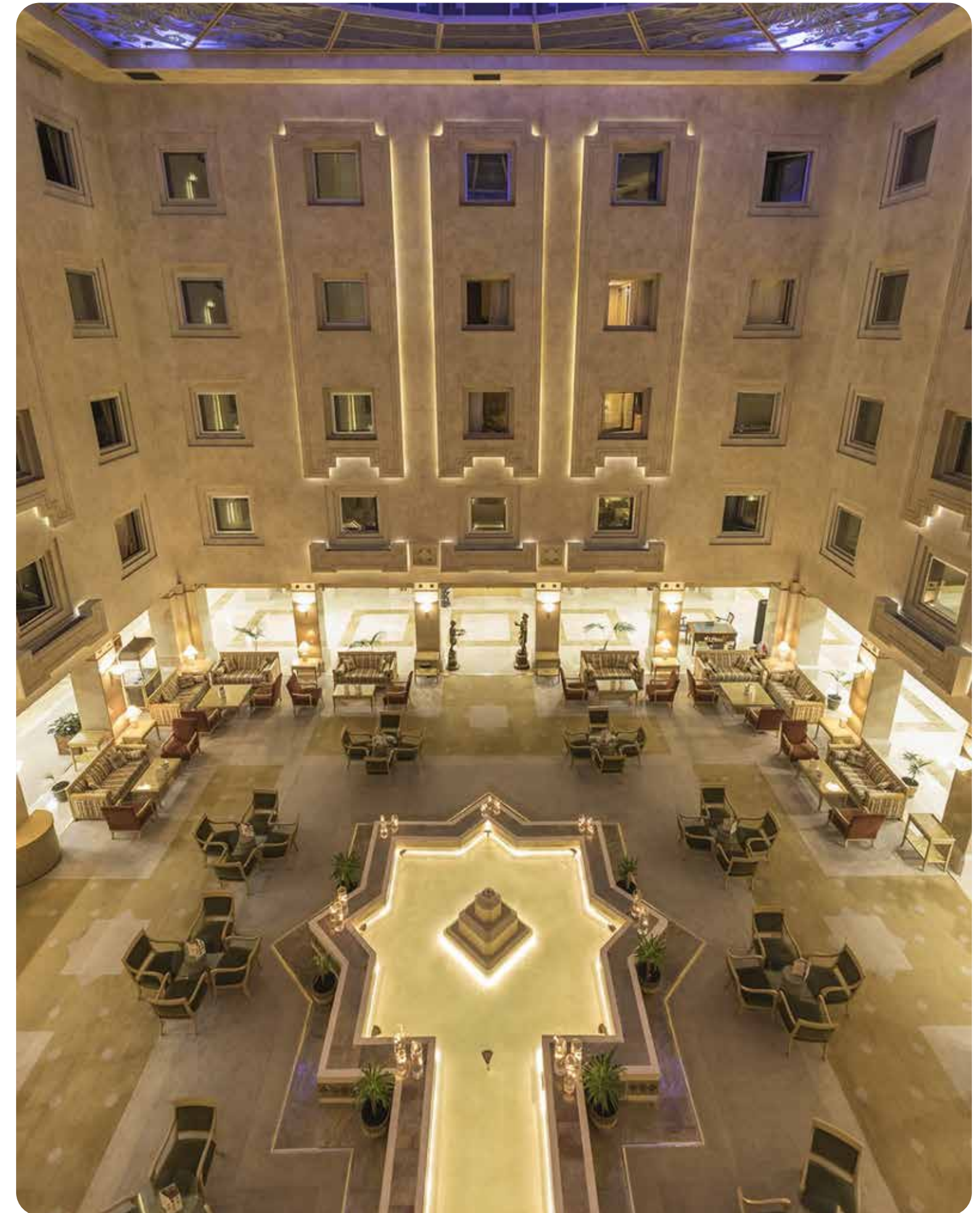
www.julesverne.com.tr

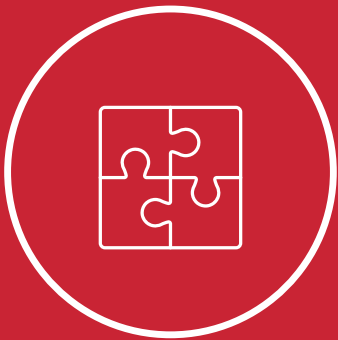
Zorlu Air

Zorlu Air commenced operations in 1992 under the Korteks umbrella. In 1996, it made the strategic decision to continue as an independent air taxi company. Equipped with a 2016-model AW-139 VIP helicopter with a seating capacity of 6 to 8 passengers, Zorlu Air delivers safe and high-quality flight services to its clientele. The Company has removed the 2002 model Bell 430 VIP helicopter from its inventory by selling it in 2023, and canceled its air taxi license and started to carry out its activities under the air taxi license of Kaan Havacılık.

Zorlu Grand Hotel

Started its operations in 1997 in the city center of Trabzon, Zorlu Grand Hotel is Zorlu Group’s first tourism investment. The hotel has a capacity of 160 rooms, including 14 suits, 26 deluxe rooms and 335 beds. Situated in a central location only 4 kilometers from the airport, Zorlu Grand Hotel is the first five-star hotel of the region with 6 multi-function meeting halls, a spa and a variety of restaurants. The hotel hosts the most important congresses, seminars, business meetings and social events. Zorlu Grand Hotel is also the only green-starred hotel in the region, pioneering the service industry with its characteristic architecture and comfort.





HUMAN RESOURCES

Zorlu Group’s human resources vision is to rank among the most sought-after employers across all its operating sectors by fostering human resources policies and practices that truly add value to its employees.

HUMAN RESOURCES

OPPORTUNITIES ARE PROVIDED FOR THE DEVELOPMENT OF CREATIVE AND PRODUCTIVE TALENT.

Zorlu Group actively tracks and embraces cutting-edge, trend-setting human resources practices on a global scale, fostering an environment that nurtures creative and productive talent.

30,230

Total number of employees

Zorlu Group Human Resources Vision and Purpose

Zorlu Group’s human resources vision is to rank among the most sought-after employers across all its operating sectors by fostering human resources policies and practices that truly add value to its employees.

The Group aims to attract the talents that will carry the Group into the future and support their sustainable development through pioneering human resources practices that are based on a high-performance culture and encourage diversity and innovation, by providing a people-oriented working environment.

Zorlu Group Human Resources Strategies

In line with the human resources strategies determined for the sustainable success of Zorlu Group, the Group’s investments in human resources are planned and implemented primarily to cover these focus areas.

Highly motivated, qualified and competent employees

At Zorlu Group, effective performance management, career management and training programs, continuous development, digitalized HR applications, recruitment, and development of young talents are among the main areas of focus for human resources. They are also essential for the sustainability of an organization powered by highly motivated, qualified and competent employees.

The Group follows and internalizes new, trend-setting human resources practices from across the globe and enables the development of creative and productive talents. Through a range of training programs, employees are empowered to hone their personal skills and develop competencies that contribute value to the Group.

As a leading player in the Turkish economy, Zorlu Group offers employment opportunities to over 30,000 individuals across more than 60 companies.

Human resources are the most valuable asset of Zorlu Holding. Zorlu Holding believes that innovative ideas and projects to be produced by qualified

and motivated employees will enhance its competitive edge in all sectors and ensure sustainable growth.

Improving human resources practices in light of global and national best practices, Zorlu Holding Human Resources focuses on creating a satisfying working environment and maintaining the best employment conditions. It also provides systematic training programs and all-around personal development opportunities for its employees to improve themselves in every aspect.

In its recruitment processes, Zorlu Holding gives priority to candidates who are open to improvement and change, and display the ability to adapt to the corporate culture of Zorlu Group.

Zorlu Holding and its affiliated companies do not discriminate on the basis of language, religion, race, or gender in any of their human resources processes, including recruitment.

Zorlu Holding certified all its human resources processes before national and international community in accordance with KAGİDER’s (Women Entrepreneurs Association of Türkiye) Equal Opportunities Model.

As a signatory to the UN Global Compact, Zorlu Holding strives for full compliance with the 10 Principles governing work environment and human rights, and continues its efforts to fulfill its commitments.

As of the end of 2024, Zorlu Group has a workforce of 30,230 people. 70% of the employees are blue-collar while 30% are white-collar.

Number of Employees			
Consumer Goods	Electronics	and White Goods	20,473
Textile			4,963
Energy			2,692
Real Estate			891
Mining - Metallurgy			599
Other			612

HUMAN RESOURCES

CAREER MANAGEMENT GUIDANCE AND TRAINING COURSES ARE DESIGNED WITH A FOCUS ON DEVELOPMENT.

Zorlu Holding's Human Resources Policy and practices are based on a compensation system that rewards success, transparent performance management, career management that focuses on development, and training programs.

Zorlu Holding employs a vertical and horizontal progression system based on the needs of its companies and the career development of its employees.

Zorlu Holding Human Resources Policy

In implementing its human resources management practices, Zorlu Holding is aware that the most important strength in achieving its corporate goals is its qualified employees who are passionate about their work, determined to succeed, and professional in their fields.

Holding companies hire candidates who have not only expectations but also aspirations, who pursue excellence rather than being content with the mediocre, and share common values, all based on the principles of equal opportunities.

Zorlu Holding's Human Resources Policy and practices are based on a compensation system that rewards success, transparent performance management, career management that focuses on development, and training programs.

Performance Management System

Zorlu Holding carries out performance management practices in a way to support a high-performance culture and develops its performance system in line with company strategies.

The performance evaluation system, which is centered on continuous feedback and development, aims to create and deploy a high-performance culture within the Group. Targets set in line with the Company's goals and strategies are conveyed to employees, starting with senior management.

Career Management System

Zorlu Holding Career Management System offers diversified career development and progression opportunities to employees. Zorlu Holding employs a vertical and horizontal progression system based on the needs of its companies and the career development of its employees. The objective of these systems is to enhance the existing competence of employees, build on their professional expertise, and impart them with the skills they will require in their future positions.

Zorlu Holding Career Management System offers both vertical and horizontal development opportunities for the human resources. The system includes a rotation model, as part of which, employees assume new positions within the Group or their respective company in order to gain new skills, competences and experiences.

At the same time, activities are carried out for the career planning of management staff, and development programs are designed for the leaders in order to make the future success of the Group sustainable. Managers are prepared for their future roles in a way to support their career goals with the succession plans created.

Talent Management

Efforts are underway to evaluate the competencies of all white-collar employees to support Career and Talent Management processes by creating a common approach across the Group. With this approach, employees with high potential was specified and critical jobs were identified by assessing the criticality levels of the positions.

Compensation Management System

Zorlu Holding's Compensation Management System is structured according to market conditions, internal job hierarchies, the Group's compensation policies, and performance criteria.

Zorlu Holding's Compensation Policy may vary within each Group company, as it is based on their existing compensation practices, market positions, and competitiveness. The Compensation Policy also includes several employee benefits by position.

Human Resources Digital Transformation Program

With the digital transformation program for human resources processes, it is aimed to keep the employee experience and efficiency of processes at the highest level. Within the scope of Zorlu

Group's Digital Transformation Program, in addition to projects in the areas of employee master data management, recruitment, performance management, training and development, projects on career development and talent management were also implemented in 2024. With these projects, all end-to-end human resources processes can be operated on a single platform, integrated with each other. Thanks to cloud-based technologies, employees can easily carry out their processes by connecting to the human resources system via mobile application or the web wherever and whenever they want.

Training and Development

The Group actively executes training and development planning programs aimed at elevating employee competencies.

Zorlu Group's training and development activities are carried out in accordance with the principle of equal opportunity. Training and development initiatives, conducted in line with industry best practices, play a vital role in strengthening employees' professional and personal competencies while ensuring they stay closely attuned to advancements not only in their own roles but also within their broader sector.

There are also personalized competence development training programs offered for managerial positions across Group companies.

Zorlu Academy

The online training platform Zorlu Academy is active to accompany employees of Group companies on their personal and professional development journeys with a broad range of e-training programs, as well as a list of available programs from which they can request additional courses to support their areas of development. With a rich collection of content on various inspiring topics, Zorlu Academy offers an enjoyable learning experience.

Leadership Academy

Zorlu Group is driving transformation with an innovative approach, taking significant steps toward a sustainable future in line with its Smart Life 2030 vision. Human is situated at the center of this transformation. With an agile, dynamic, and innovation-oriented working culture, we support talent development and realize our development programs designed to endow our employees with new skills and competencies.

The Leadership Academy development program, designed to foster inspiring role models who will lead change and transformation and ensure the Group's sustainable success, is currently in its second cycle this year, with nearly 50 executives holding the title of Deputy General Manager participating. This program is conducted in collaboration with Koç University. In addition to classroom and online training sessions, the participating executives deepen their development through individual coaching sessions.



The Leadership Academy seeks to bolster the leadership competencies of managers within the Group and contribute meaningfully to their ongoing leadership journey.

Vestel Technology Academy

Developed in collaboration with Vestel and Özyeğin University, Vestel Technology Academy is a long-term postgraduate education program that aims to provide Vestel employees with qualified training that will contribute to their lifelong development and increase their technical knowledge and experience. Under this training program, employees who wish to pursue postgraduate education are encouraged to obtain master's and doctoral degrees in the engineering fields that Vestel needs.

In 2024, 122 Vestel employees participated in the Vestel Technology Academy, receiving a total of 14,733 person-hours of training while also pursuing graduate studies in Computer, Electrical-Electronics, Industrial, Mechanical Engineering, and Data Science. A total of 436 employees have graduated so far. In addition, 78 academic studies were transformed into industrial practices and 52 studies became a part of patent, publication or incentive processes.

Vestel Internal Trainer Training Program

Vestel designed the Internal Trainer Training Project in order to share the knowledge, know-how, and intellectual infrastructure of its human resources with all employees, to use its internal dynamics more efficiently by conducting training with internal resources, and to build the right training architecture with personalized training content. The project received a Silver Award in the Internal Trainer Development Program category at the 2022 Learning and Development Awards organized by the Turkish Training and Development Platform, where 42 leading companies of the sector competed.

As part of the award-winning project, the internal trainers who have demonstrated outstanding performance delivered training throughout 2024.

Workshop Leadership Development School

The Workshop Leadership Development School, specially designed for Vestel's blue-collar teams/shift leaders, aims to strengthen participants' lifelong competencies and leadership approaches through its multiple modules. The program, which was developed by Vestel's internal resources in terms of design, content, methodology and instructor staff, has an experience, game and activity-oriented approach. By creating a platform for senior management to engage with team and shift leaders, experiences are shared swiftly and effectively, ensuring managerial alignment with the corporate culture. In 2024, a total of 240 team and shift leaders received training across 5 modules, accumulating 10,395 hours of instruction.

HUMAN RESOURCES

ZORLU PSM BROADENS ITS IMPACT AREA THROUGH ACADEMIC PARTNERSHIPS.

Seeking to establish itself as a leading educational hub in the culture, arts, and entertainment sectors, Zorlu PSM is expanding its projects and impact through a growing collaboration with Galatasaray University.

Vestel Management Trainee (MT-Manager Training) Program is a comprehensive young talent training program through which Vestel aims to train new university graduates as future managers of Vestel and which it carries out with the support of distinguished universities.

Zorluteks Academy

Zorlu Textile Group has a key role in Türkiye's textile export. It has focused on training studies to constantly develop the human resources, under the weight of this role.

Employees willing to develop their foreign language skills receive language learning opportunities fully sponsored by Zorluteks. Through an on-line platform, employees have the opportunity to learn languages 24/7 with foreign instructors from many parts of the world.

With the master's and doctorate program prepared in cooperation with Bahçeşehir University, employees are provided with equal educational opportunities and academic training support to develop their careers.

Zorluteks was among the participants of the Executive MBA training program implemented in cooperation with the Turkish Exporters Assembly and Istanbul University as part of the Turquality Brand Executive Development Program.

Zorlu PSM Academy

To enhance the competencies of the talent pool fueling the industry and support the organization's sustainability in human resources, Bahçeşehir University and PSM Academy have jointly designed the "Stage Technician Training Program." PSM Academy delivers both theoretical and practical training through its team of expert instructors.

Additionally, seeking to establish itself as a leading educational hub in the culture, arts, and entertainment sectors, Zorlu PSM is expanding its projects and impact through a growing collaboration with Galatasaray University.

In the Fall semester of 2024, the course "Cultural Management with Zorlu PSM" was offered, covering essential topics such as sustainability strate-

gies, event organization, marketing, and financing. Over the 13-week program, the course is intended to equip students with professional management skills in the cultural and artistic fields.

Vestel Manager Training Program

Vestel Management Trainee (MT-Manager Training) Program is a comprehensive young talent training program through which Vestel aims to train new university graduates as future managers of Vestel and which it carries out with the support of distinguished universities. Content of the program, which spans a period of four months, consists of academic courses, theoretical training within Vestel, personal development training and practical internship phases. Through Vestel MT Program, the Company aims to train young trainees who get to know the corporate culture, have detailed, up-to-date and accurate knowledge of the industry and its functioning, and develop new projects that will add value to Vestel.

The program, designed to prepare high-potential candidates for Vestel's future management team, has been conducted regularly since 2010. The 15th Management Trainee Program was completed in 2024.

Young talents applying to the Management Trainee Program undergo multiple evaluation stages throughout the process. In 2024, a total of 8,553 applications were received for the 15th MT Program. Out of the applicants, 21 candidates who successfully passed all evaluation stages and underwent thorough assessment were chosen for Vestel's 15th MT Program and began their training.

The 15th Vestel MT Program was completed in 2024 with the participation of 21 graduates from Türkiye's leading universities and in cooperation with Koç University, and all young management candidates who completed the program started working at Vestel. Young management candidates received 5,947 hours of training in 18 different topics throughout the training program.



Employee Engagement and Satisfaction

Employee engagement and satisfaction are crucial components of the sustainable success and performance of Zorlu Holding.

Fully aware that its human resources are its most valuable capital, Zorlu Holding carries out planned activities to reinforce employee motivation, as well as corporate engagement and belonging in order to ensure the successful and sustainable performance of Group companies. Within the Group, employee engagement is regularly assessed through comprehensive surveys, utilizing diverse tools that actively involve all team members to gauge their commitment and satisfaction. In addition to these activities, the Company implements practices that will reinforce employee engagement and improve the employee experience by conducting analyses to identify the factors that ensure employee loyalty and preparing action plans.

Societal Gender Equality

In line with Zorlu Holding's Smart Life 2030 sustainability vision, all efforts concerning societal gender equality are conducted under the cohesive framework of the Equal Life (Eşit Bi'Hayat) initiative. Initiatives focusing on Discourse, Work Environment, and Collaboration are driven under the guidance of senior leadership.

Embracing its role in ensuring equal workforce participation through the Eşit Bi'Hayat approach, Zorlu Holding pledges to set an example for the business world with proactive and exemplary corporate leadership. Zorlu Holding is dedicated to

fostering gender equality in the workplace. Since 2015, in alignment with the United Nations Women's Empowerment Principles (UN WEPs) and the 5th Sustainable Development Goal, the Group actively promotes societal gender equality across all its companies. To broaden its impact on societal gender equality, Zorlu Holding actively forges diverse collaborations with prominent non-governmental organizations across Türkiye.

Guided by Smart Life 2030 sustainability vision based on the UN Sustainable Development Goals (SDGs), Zorlu Holding and Group companies have the necessary drive and resources to conduct effective operations towards societal development.

Zorlu Holding, which values dynamism, innovation and creativity in all its business processes, is focused on creating an inclusive and diversity-driven corporate culture and getting one step closer to achieving equality in the business world and society in general.

Zorlu Holding and Group companies support women's empowerment in social and economic life, and increasing their participation in the workforce, while having embraced this approach as a corporate policy that governs all human resources processes.

At all Zorlu Group companies, efforts are made to increase the number of female role models and leaders and to ensure equal representation of women in senior management. The Group is committed to integrating awareness of societal gender

equality into its discourse and across all internal and external communications, focusing on raising awareness among all stakeholders—from suppliers to customers alike.

Combating violence is a top priority for Zorlu Holding and its Group companies. The Domestic Violence Prevention Policy, published in 2020 and encompassing Zorlu Holding and all Group companies, seeks to ensure the physical and psychological health and safety of all employees while fostering an equitable, safe workplace that tolerates no form of violence. The policy is committed to raising the awareness of all employees about domestic violence, and creating support and assistance mechanisms where employees and their children exposed to domestic violence can share their situation in confidence and confidentiality. In partnership with the Turkish Federation of Women's Associations, Zorlu leads initiatives to raise awareness of the Domestic Violence Emergency Helpline, amplifying its visibility and accessibility.

In line with the Equal Life societal gender equality approach, Zorlu Holding launched the Equal Dictionary—a forward-thinking guide designed to help individuals steer clear of ingrained sexist language and expressions. This inclusive source, openly shared on the corporate website, offers thoughtful, alternative phrasing for everyday communication. To deepen this cultural shift, a "Discourse Control Mechanism" has been integrated into internal Office software, empowering employees to embrace inclusive language and practice self-reflection.

HUMAN RESOURCES

EFFORTS ARE UNDERWAY TO GUARANTEE EQUAL REPRESENTATION IN EXECUTIVE POSITIONS.

At all Zorlu Group companies, efforts are being made to increase the number of female role models and leaders and to ensure equal representation in senior management.

Zorlu Holding and its Group companies operate on the principle of equal opportunity in human resources processes, in alignment with the KAGİDER Equal Opportunity Model (FEM) Certification implemented to promote societal gender equality.



In 2023, Zorlu Group rolled out a comprehensive societal gender equality training program for all employees, aiming to solidify key concepts and raise awareness and sensitivity to the next level. The training, accessible via Zorlu Academy's digital platform, was designed to reach every level of the organization.

To ensure blue-collar team members were equally empowered, Human Resources teams across all sites underwent specialized “train-the-trainer” sessions, equipping them to deliver this essential training directly to field staff.

True to the Eşit Bi'Hayat manifesto, Zorlu Holding is committed not only to its internal community but to fostering awareness across its entire value chain—from suppliers to customers. Reflecting this inclusive vision, the training was publicly released on Zorlu Holding's YouTube channel in 2023, offering open access to all stakeholders.

At all Zorlu Group companies, efforts are being made to increase the number of female role models and leaders and to ensure equal representation in senior management. Zorlu Holding and its Group companies operate on the principle of equal opportunity in human resources processes, in alignment with the KAGİDER Equal Opportunity Model (FEM) Certification implemented to promote societal gender equality. In this context, the human resources processes of Zorlu Group companies—Vestel, Zorluteks, Zorlu Enerji, and Zorlu Real Estate Group—were reviewed in 2022 from a societal gender equality perspective by an independent audit firm, as part of the KAGİDER Equal Opportunity Model (FEM) Certification, which Zorlu Holding was first awarded in 2018. Following evaluations conducted in 2023, these companies were deemed eligible to receive the KAGİDER Equal Opportunity Model (FEM) Certification.

By the end of 2024, women represented 33% of Zorlu Group's total workforce. Increasing the number of female employees in Zorlu Holding and Group companies is recognized as a strategic goal.

33%

Share of female employees



Zorlu Holding has also been a staunch supporter of the 30% Club Türkiye since its founding, standing behind the mission to ensure women hold at least 30% of decision-making roles and board positions. The Group also champions two vital organizations: YenidenBiz, which supports women returning to their careers after a hiatus, and Yanındayız, which works to reshape male perspectives and behaviors around societal gender equality.

To keep the conversation vibrant and relevant, Eşit Bi'Hayat Meetings bring together Zorlu Group leaders and employees with thought leaders and changemakers from diverse industries. Hosted by Zorlu Group executives, these gatherings serve to raise awareness by welcoming thought leaders from various sectors and disciplines and drawing inspiration from their stories.

FutureFem

Spearheaded by Zorlu Enerji, the FutureFem project is designed to empower women in the energy sector and provide robust career development support. As part of the initiative, 18 female students pursuing degrees in engineering and social sciences received specialized training focused on the energy industry and sustainability. Participants engaged in expert-led sessions covering key areas such as renewable energy, supply chain

management, R&D, EU projects, and sustainability. Complementing these sessions, Zorlu Academy offered online training and personal development programs. Throughout the program, participants met with senior executives and had the opportunity to present their projects directly to leadership. Three standout participants, recognized for their exceptional projects, were selected for internships at Zorlu Enerji.

Energetic Father – Father Support Program (AÇEV)

Aligned with its Smart Life 2030 vision and sustainability strategy, Zorlu Enerji launched the Father Support Program in partnership with AÇEV in the provinces of Denizli and Eskişehir. The program is designed to increase fathers' active involvement in their children's development while raising awareness around parenting responsibilities. By strengthening family dynamics, the initiative contributes to building healthy and equitable family structures. A total of 31 local participants successfully completed the program.

Corporate Wellbeing Program: “Better Together”

Through the “Better Together” platform—Zorlu Group's holistic Corporate Wellbeing Program—employees and their family members can access professional support from psychologists, nutri-

tionists, and fitness instructors via a dedicated helpline, website, and the Wellbees mobile app. In addition to these opportunities, in order to further increase interaction and synergy within the Company, various events were held in 2024 as part of the “Better Together” platform to improve employee well-being.

The webinar series, where experts in their fields are hosted, provide an opportunity for employees to come together and achieve interactive development. Launched in 2023 under the “Better Together” umbrella, the “Wellbeing Workshops” webinar series—a holistic program designed to enhance quality of life and support inner balance—continued into 2024. In its second year, the series brought participants together online through five themed sessions, each focusing on a different aspect of wellbeing. These sessions explored topics such as breathing techniques, self-compassion, emotional resilience, and the foundations of healthy sleep. Guided by professionals in clinical psychology and certified coaching, the workshops delivered practical insights and tools to support both mental and physical wellbeing. The ‘Wellbeing Workshops’, designed in collaboration with clinical psychologists and certified professional coaches, were delivered through interactive sessions. Each webinar lasted 1.5 hours.

As part of the “Better Together” Corporate Wellbeing Program, clubs operating in social, cultural, artistic, and sporting fields within the Group support the development of employees' hobbies and contribute to their personal development. Clubs also provide an opportunity to balance work and private life and increase communication and cooperation between employees. The women's football team, basketball team, and mixed volleyball team of the “Healthy Living and Sports Clubs,” which are composed of employees, successfully represent Zorlu Group in corporate leagues. In addition, Better Together Book Club meets every month to share information about the books selected by members.

Corporate Volunteering Program “Sparks Movement”

Zorlu Holding attaches great importance to corporate volunteering, driven by the philanthropy and solidarity that is ingrained in its culture.

Activities under the Corporate Volunteering Program “Sparks Movement” gathering corporate volunteering projects under a single roof in line with Zorlu Group's social benefit-oriented approach were performed in 2024 as well. Since its inception in 2018, the program has engaged over 3,670 volunteers across more than 140 projects, accumulating a remarkable total of over 19,200 volunteering hours by the end of 2024.

HUMAN RESOURCES

THE MOST SUCCESSFUL VOLUNTEERING PROJECT: SPARKS MOVEMENT

The Sparks Movement was honored with the “Most Successful Volunteering Project” award at the 17th Gönülden Ödüller organized by ÖSGD in 2024.

Zorlu Holding goes well beyond regulatory requirements and endeavors to create a healthy and safe work environment of dignity and respect for all employees across the Group, based on international standards.

In its mission to promote corporate volunteering as a valuable and accessible resource for all, and to encourage private sector participation, Sparks Movement took a pioneering step on December 5, 2023—International Volunteers’ Day—by collaborating with the social innovation platform imece to organize a WikiMarathon for the creation of a “Corporate Volunteering” page on Wikipedia. This initiative was recognized at the 17th “Gönülden Ödüller” (From the Heart Awards) organized by the Private Sector Volunteers Association (ÖSGD) in 2024, where the “Corporate Volunteering Program Sparks Movement,” together with its founding partner imece, received the award for “Most Effective NGO & Private Sector Collaboration.” Additionally, through the volunteering project launched under the “DIY Workshops with Vestel,” nine robotic coding workshops have been established in socio-economically disadvantaged regions to develop students’ robotics, coding, and design skills. All equipment in these classrooms has been produced from recycled Vestel Beyaz Eşya products. This project was honored with the “Most Successful Volunteering Project” award at the 17th Gönülden Ödüller ceremony.

In line with Zorlu Holding’s social benefit-oriented approach, e-volunteering projects were continued to be developed in cooperation with NGOs that are members of the Açık Açı platform. In this scope, Sparks Movement took part in many different projects such as mentorship, fairy tale workshops with different children’s groups, foreign language mentorship, private course volunteering and environmental cleaning.

ZORLU Search and Rescue Teams

Within the scope of Disaster, Emergency, and Business Continuity Management (BCM) efforts at Zorlu Group, five new “ZORLU Search and Rescue” teams have completed comprehensive theoretical and practical training conducted by the Disaster and Emergency Management Authority (AFAD). These teams include one each from the Istanbul-based companies, Vestel (Vestel City), Meta Nikel, Zorluteks (Lüleburgaz), and Zorlu Enerji (Eskişehir). Alongside the ZORLU Search and Rescue Korteks team, which has successfully completed its accreditation, a total of 196 volunteer employees actively serve within the ZORLU Search and Rescue teams. Accreditation processes for the five newly formed teams have been officially initiated by AFAD.

Occupational Health and Safety

Zorlu Holding goes well beyond regulatory requirements and endeavors to create a healthy and safe work environment of dignity and respect for all employees across the Group, based on international standards.

A core responsibility of the Holding is to provide a working environment where its employees can work efficiently and effectively to achieve a high performance.

Zorlu Holding Occupational Health and Safety (OHS) Policy is based on providing decent working conditions, assessing risks in the area of activity and taking measures accordingly, and regulating the working conditions of individuals with special needs.

Zorlu Holding is dedicated to maintaining its zero occupational accident rate.



Zorlu Holding conducts planned and systematic Occupational Health and Safety training programs to establish a safe and healthy work environment by raising awareness among employees.

Group-wide practical and interactive training programs are offered to employees to inform about occupational health and safety risks that might be faced in the workplace, and these training activities are supported by OHS scenario drills. Zorlu Holding focuses on occupational safety as part of its sustainability initiatives in order to maintain its zero occupational accident rate.

Employee Engagement Activities: One-on-One with the CEO (CEO ile Bi’Arada) and A Small Break (Küçük Bi’Mola)

Hosted by the CEO of Zorlu Holding, the “CEO ile Bi’Arada” (One-on-One with the CEO) gatherings bring together employees from across the Zorlu Group to foster open dialogue, deepen mutual un-

derstanding, and cultivate synergy among Group companies. In 2024, these sessions welcomed 175 employees who had the opportunity to engage directly with the CEO.

A Small Break (Küçük Bi’Mola) is a series of events that aims to support sustainable well-being among employees and enable them to act in individual and business life under the principle of resilience and agility. Featuring expert speakers from diverse fields such as child development, gastronomy, disaster awareness, and physical and mental health, these sessions attracted over 850 participants in 2024, providing valuable insights and fostering community spirit.

“Honoring Those Who Add Value to Zorlu” Ceremonies

For over 70 years, Zorlu Group has journeyed forward by creating meaningful value for Türkiye and the world—thanks to the unwavering dedication of its most treasured asset: its employees. To celebrate this shared path and express deep gratitude, the Group hosts the heartfelt “Honoring Those Who Add Value to Zorlu” ceremonies. At these meaningful ceremonies, employees who have reached milestones of 5, 10, 15, 20, 25, 30, and 35 years of service were honored with recognition.



MEHMET ZORLU FOUNDATION

Zorlu Holding carries out its social responsibility activities for creating lasting social benefit through the Mehmet Zorlu Education, Health, Culture and Solidarity Foundation (“Mehmet Zorlu Vakfı - MZV”) established on April 25, 1999.

MEHMET ZORLU FOUNDATION

MEHMET ZORLU FOUNDATION LAYS THE GROUNDWORK FOR SCHOOLS ACROSS THE COUNTRY.

In addition to scholarship opportunities, MZV also builds schools in various regions of Türkiye to enable young people to realize their aspirations through better education.

~2,000

Annual number of
students receiving
scholarships



Zorlu Holding carries out corporate social responsibility efforts through MZV.

Zorlu Holding carries out its social responsibility activities for creating lasting social benefit through the Mehmet Zorlu Education, Health, Culture and Solidarity Foundation (“MZV”) established on April 25, 1999.

MZV’s activities are focused on education, culture & arts, health, and social solidarity. Committed to investing in Türkiye’s future, MZV strives to deepen its impact across education, culture, arts, and healthcare.

To date, including the 2024-2025 academic year, MZV has provided scholarship opportunities to nearly 34,000 students.

MZV provides a range of scholarship opportunities in education, as well as in-cash and in-kind aid to schools, associations, and foundations. Every year, around 2,000 students receive MZV scholarships.

Scholarships continue until the graduation of students, depending on their individual achievement and support needs.

In line with the principle of equal opportunity in access to education, a scholarship program was initiated to support students who were affected by the earthquakes occurred in our country in February and who had difficulty in continuing their education due to financial difficulties, to contribute to their academic and personal development and to help them continue their educational journey.

100 university students affected by the earthquakes were included in the scholarship program. Scholarship support will continue throughout their university education.

Forty percent of MZV scholarship recipients are primary and high school students, while sixty percent are university students.

In addition to scholarship opportunities, MZV also builds schools in various regions of Türkiye to enable young people to realize their aspirations through better education. MZV has built 10 schools to date and contributed to the development and renovation of many universities, high schools, and primary schools in Türkiye.

MEHMET ZORLU FOUNDATION

MEHMET ZORLU FOUNDATION OPERATES WITH A DEEP AWARENESS OF NURTURING INDIVIDUALS WHO ARE NOT ONLY QUALIFIED BUT ALSO HIGHLY RESPONSIBLE AND SENSITIVE TOWARDS THE PLANET AND SOCIETY.

The MZV-MEF YetGen 21st Century Competencies Education Program aspires to equip young people not only with academic, technical, and professional knowledge but also with essential 21st-century life skills and adaptability competencies to prepare them for the future.

Since its launch in 2015, the MZV-MEF YetGen 21st Century Competencies Education Program has evolved annually to empower high school and university students with the dynamic skills and mindset needed to thrive in a rapidly changing world. Designed to boost essential life skills and deepen awareness, the program equips young learners to confidently navigate and adapt to the challenges of tomorrow.

Zorlu Children's Theater

Since its establishment in 2003, Zorlu Children's Theater has reached nearly one million children across Türkiye with close to 1,500 performances over more than 20 years. In the third edition of the "One Dream, One Play" story contest held in 2020, Elif Sude Dobra's winning story, "Unusual Technological Tales," was adapted into a script by Özlem Saraç Özcan and directed by Gaye Can-kaya. Due to the pandemic, the play premiered in 2022 under the title Perfect World as part of the Zorlu Children's Theater repertoire. In celebration of National Sovereignty and Children's Day on April 23, and to support the emotional wellbeing of children in earthquake-affected regions, Zorlu Children's Theater took its production "Lunapark Planet" on tour. Performances were held on April 15-16 in Hatay, April 17-18 in Kahramanmaraş, and April 19 in Gaziantep.

The theater also engaged with 4,150 employees and their families across Zorlu Group's operational locations in Bursa, Denizli, Lüleburgaz, and Manisa.

MZV-MEF YetGen 21st Century Competencies Education Program: A comprehensive initiative designed to empower young people by honing their knowledge, skills, and competencies

Centering its social projects on youth, MZV, as a key partner of the MZV-MEF YetGen 21st Century Competencies Education Program, aspires to equip young people not only with academic, tech-

nical, and professional knowledge but also with essential 21st-century life skills and adaptability competencies to prepare them for the future.

Launched in 2015 and continuously upgraded each year, the MZV-MEF YetGen 21st Century Competencies Education Program offers a comprehensive curriculum including courses such as "Career Planning," "Teamwork, Presentation Techniques, and Written Content Preparation," "Leadership, Self-Development, and Active Citizenship," "Introduction to Algorithmic Thinking," "Modeling with Excel," "Technology Literacy," "21st Century Literacies," "Sustainability and Social Innovation," "Entrepreneurship and Freelance Work," "Giriş-Gen," and "Transition to the Business World." Designed for university and high school students, the program seeks to equip young people with the knowledge and skills needed to navigate and adapt to a rapidly changing world, while fostering life skills and raising awareness. To increase accessibility, the program's sessions are live-streamed, reaching young people across diverse regions of Türkiye. As of 2024, approximately 13,000 students participated in the program.

Launched for the first time in 2022, the YetGen Teacher Training Program aims to raise awareness among passionate educators—eager to grow and make a difference—about the skills they need to effectively guide their students. In 2024, the eight-



week program welcomed some 250 teachers and teacher candidates. The program offers teachers development opportunities through courses such as "Career Planning," "Digital Skills and Basic Educational Technologies," "Creating Innovation in Education with Artificial Intelligence," "Modeling with Excel," "Education in the Entrepreneurship Ecosystem," and "Freelance Work."

MZV's systematic contribution to healthcare

MZV offers medicine, medical products, and equipment aid to persons who request assistance, as well as support and donations to several institutions and associations in healthcare.

Stakeholder Institutions for MZV

MZV is behind the Teacher Network, which supports teachers' personal and professional development journeys, develops solutions to teachers' needs together with teachers, and creates a com-

munity that enables sustainable empowerment by bringing together the resources needed in the field of education. Spanning 65 cities across Türkiye with 877 change ambassadors, the Teacher Network has engaged over 40,000 participants through more than 1,500 events to date, positively impacting 500,000 students. As the main partner, MZV supports the Creative Self-Confidence Festival, which was organized to increase and reinforce teachers' ability to develop creative solutions to the problems they face every day.

CORPORATE GOVERNANCE

168 Audit

172 Internal Control and Corporate Risk Management

176 Corporate Governance



AUDIT

Zorlu Holding Audit Group works to ensure that the Group's activities are carried out in an effective, transparent and efficiency-oriented manner, within the framework of relevant laws and regulations, in a complete and accurate manner.

AUDIT

THE AUDIT GROUP IS STRUCTURED TO REPORT DIRECTLY TO THE BOARD OF DIRECTORS.

The Audit Group Presidency, which is responsible for the audit function of all Zorlu Group companies, is positioned to report directly to the Board of Directors in order to carry out its activities in an independent and objective manner. In order to support an effective corporate governance structure, it provides reasonable assurance and consultancy services to the Board of Directors through periodic meetings and reports.

Message from the Chief Audit Officer, Zorlu Holding



In addition to the effective and efficient performance of audit work, our primary objective is always to carry out projects that envisage the development of Group-wide functions.

Billur Demet Atan
Chief Audit Officer, Zorlu Holding

Zorlu Holding Audit Group Directorate works to ensure that the Group's activities are carried out in an effective, transparent and efficiency-based perspective within the framework of relevant laws and regulations in a complete and accurate manner, and contributes to the realization of Zorlu Group's goals.

In addition to the effective and efficient performance of audit work, the execution of projects that envisage the development of Group-wide functions in the medium and long term as well as in the short term is considered a priority objective.

Organization and Activities of the Audit Group Directorate

The internal audit function in Zorlu Group companies is carried out by the centralized Internal Audit Department operating within Zorlu Holding since 2000.

The Internal Audit Department conducts Board-approved audit programs in line with International Internal Audit Standards and statutory requirements.

The Internal Audit Department presents its findings to the Board of Directors via both audit reports prepared after each audit, as well as annual reports detailing all audit results.

Established in 2011 to conduct financial audit operations within all Group companies, the Financial Audit and Tax Audit Departments commenced their activities in 2012. In the last quarter of 2013, the Internal Audit and the Financial and Tax Audit departments were gathered under the umbrella of Zorlu Holding General Directorate of Audit and Internal Control.

In accordance with the changing needs of the Zorlu Group, the Tax Audit Department was restructured as Tax Directorate as of December 1, 2015, while the Internal Audit Department was restructured into two distinct departments, namely the Internal Audit Process and Internal Audit Review departments as of January 1, 2016.

Following the completion of the organizational restructuring process in the General Directorate of Audit and Internal Control for the execution of internal control activities separately in 2017, the Internal Control Department began operations as an independent unit as of January 1, 2018.

Audit Department went through an organizational change as of July 1, 2021. In this scope, the tax consultancy function of the Tax Directorate, which carried out tax consultancy and audit functions, was transferred to the Financial Affairs Group Management, and the activities of the Internal Audit Process and Internal Audit Review Departments were gathered under the Internal Audit and Ethics Directorate with the addition of the ethics function, and the department continues its activities as the Deputy General Manager of Internal Audit and Ethics as of December 1, 2021.

As of June 1, 2022, the Audit General Management was restructured as the Audit Group Directorate, reporting directly to the Holding's Board of Directors, in line with the increasing importance of the audit function within the scope of Zorlu Group's corporate management systems.

The purpose, powers and responsibilities as well as operating principles and structure for the internal audit activities have been defined by a series of Board-approved documents circulated across the Group, such as the "Audit Regulation" and the "Internal Audit Working Principles."

AUDIT

AUDIT ACTIVITIES ARE EVALUATED WITH RELEVANT STAKEHOLDERS THROUGHOUT THE YEAR.

During the year, the Internal Audit Department holds periodic meetings with companies that have completed the structuring of their Audit Committees, and evaluates activities such as audits, consultancy and special examinations planned and realized during the year.

During audit field work, the effectiveness of internal controls for high-impact and high-probability risks are evaluated through tests.

Internal Audit Activities

Process audit activities are carried out in line with a Board-approved, risk-based annual audit program to evaluate the effective and efficient use of resources, compliance to rules (laws, regulations, internal policies and directives), and accuracy, security and reliability of information.

Prior to each audit, internal auditors meet with senior management for a risk assessment, during which the Company's targets and the risks that could jeopardize these targets are positioned on a risk matrix based on their potential impact and probability of occurrence.

During audit field work, the effectiveness of internal controls for high-impact and high-probability risks are evaluated through tests. Observation results are shared with the Company executives in a draft report, which is then detailed with executives' feedback and delivered to senior management in its final form. As a result, reasonable assurance and, where necessary, consultancy services are provided, and best practice examples are suggested by utilizing the synergy of the Group.

One month after the publication of the final report, necessary action is taken in line with the 4T approach (Treat, Terminate, Transfer, Tolerate) and reported to the Board of Directors.

During the year, the Internal Audit Department holds periodic meetings with companies that have completed the structuring of their Audit Committees, activities such as audits, consultancy and special inspections planned and realized during the year are evaluated, findings encountered are shared, action plans to be taken for the identified findings and follow-up results are determined and plans for the next period are reviewed.

Zorlu Group supports and encourages the professional development of the members of the Zorlu Group Internal Audit Team, which consists of 12 people, as they seek to advance their knowledge, skills and competencies through further training, become a member of relevant organizations (such as the Institute of Internal Auditing, Türkiye – IIA Türkiye), and obtain international certification.

The team includes 3 CFEs (Certified Fraud Examiners), 1 CRMA (Certification in Risk Management Assurance), 1 CPA (Certified Public Accountant), 1 ISO 27001 LA (Information Security Lead Auditor), 1 CMB Advanced Level License, and 1 CMB Derivatives License.

Financial Audit Activities

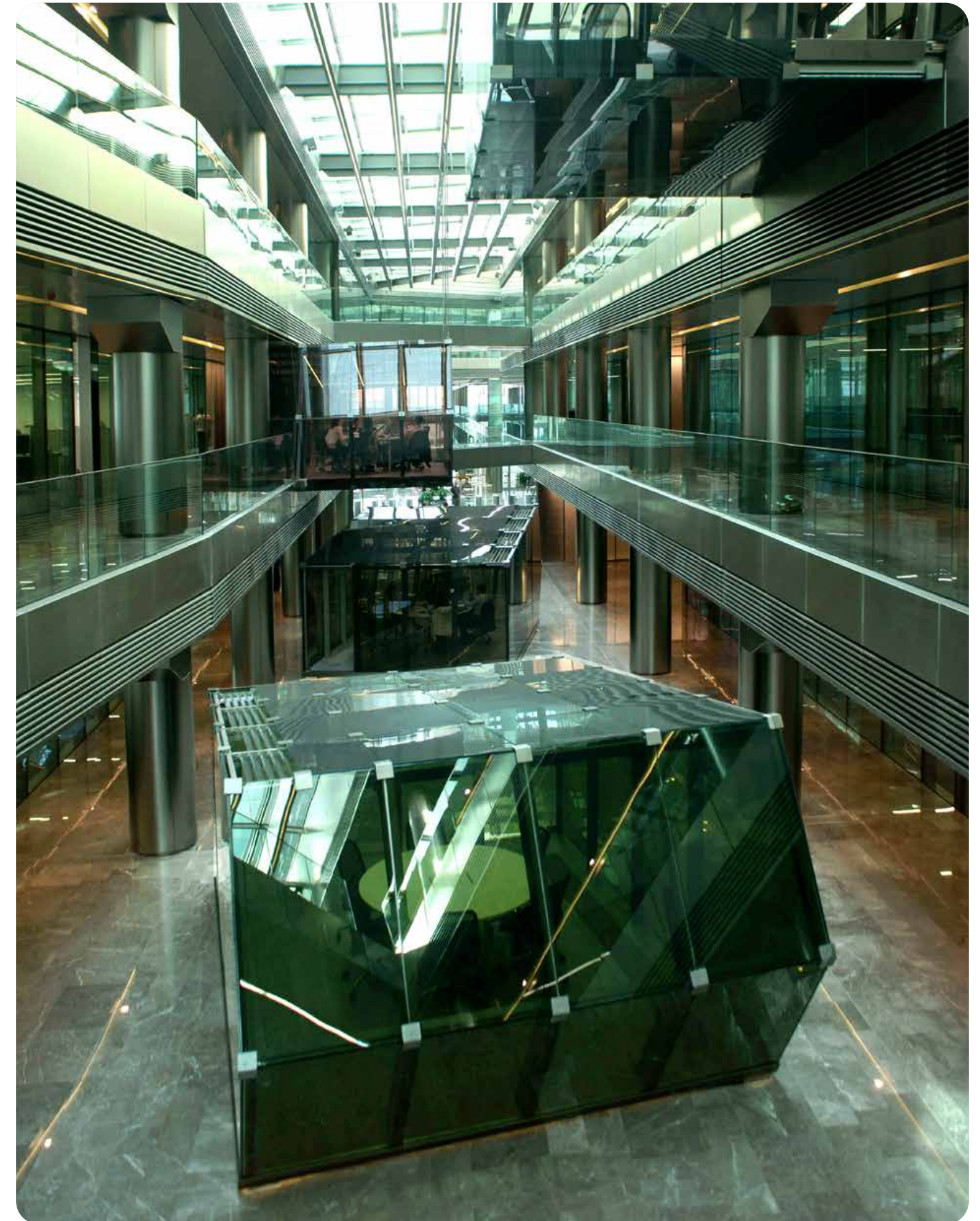
The Financial Audit Department began conducting audits in Zorlu Group companies starting from 2012. Currently, a team of 5 people is conducting the audit work.

These departments ensure that the Group companies' balance sheets and income statements used for financial and tax reporting purposes are in conformity with the uniform chart of accounts, tax legislation and audit standards, and provide reasonable assurance to the Board of Directors in such areas.

Audit findings are reported to the Company executives and senior management.

In addition, The Financial Audit Team reviews the CMB-compliant financial reports of the publicly listed Group companies and shares its comments with the relevant departments.

The Financial Audit Team includes 4 CPAs (Certified Public Accountants).





INTERNAL CONTROL AND CORPORATE RISK MANAGEMENT

In light of new ways of conducting business, along with the complex risks and technological requirements associated with an evolving business world, we coordinate the development of risk management and internal control systems that support the Group in achieving its goals, and contribute to our corporate governance progress and sustainability objectives.

INTERNAL CONTROL AND CORPORATE RISK MANAGEMENT

CONTINUOUS IMPROVEMENT IS BEING SUPPORTED.

Internal control efforts contribute to continuous improvement in terms of both risk management and efficiency and performance.

Message from Zorlu Holding Internal Control and Corporate Risk Management General Manager



In light of new ways of conducting business, along with the complex risks and technological requirements associated with an evolving business world, we coordinate the development of risk management and internal control systems that support the Group in achieving its goals, and contribute to our corporate governance progress and sustainability objectives.

Arzu Pişkinoglu
Zorlu Holding Internal Control and Corporate
Risk Management General Manager

Internal Control

The Internal Control Department, which is organized under the Zorlu Holding Internal Control and Corporate Risk Management General Directorate, works in line with the Group's strategic goals to effectively and efficiently carry out process and risk management, meet standards, support the entire value chain, develop and sustain internal control systems to enable sharing and disseminating best practices across companies.

Within the scope of these efforts, as part of the second management line, Group companies are actively supported in areas such as process development, utilization of information technologies, strengthening internal control structures and consolidating corporate memory. Related managers and employees are guided on these matters and engaged also in working groups of significant projects to contribute to constant improvements in internal control, risk management and efficiency.

In this respect, and in light of the new ways of doing business, risks and technological requirements associated with the changing business world, support is given for the development of our Group in terms of corporate governance by carrying out activities based on needs and a risk-based plan.

Internal Control Department Organization and Activities

The Internal Control function at Zorlu Group Companies is coordinated and carried out under the roof of Zorlu Holding.

Within the Internal Control Department, team structures responsible for the internal control activities of sectors and companies, some of which operate in the field and back each other up, have been established.

The purpose, powers and responsibilities as well as operating principles and structure of the Internal Control Department have been defined by a series of documents such as the "Internal Control Regulation" and the "Internal Control Manual" and shared with the relevant directors. In addition, the basic internal control principles planned to be implemented in the Group has been defined in the "Zorlu Holding Internal Control Framework" and are shared with employees in an up-to-date version.

"The internal control system is a system guided by the Board of Directors, executives and employees of the organization and implemented to provide reasonable assurance to ensure the effectiveness and efficiency of operations, the reliability of the financial reporting system and its compliance with legal requirements." The Internal Control Department provides guidance and coordination to process owners and managers who conduct operations in establishing and maintaining effective and efficient internal controls, with the goal of developing processes and internal control structures that will ensure effective risk management throughout the Zorlu Group.

The Internal Control Department assists executives and employees in identifying areas of improvement in existing processes and the internal control system as well as the action to be taken in this context, utilizing information technologies in the aforementioned activities, implementing the specified actions, and monitoring their progress on a regular basis. The Department also provides continuous guidance to managers and process owners on these issues and supports internal control, risk management and process development by taking part in working groups of important projects that will improve processes and information technologies. All relevant executives and employees of Group companies assume responsibility and take part in the activities to establish, monitor and evaluate internal control systems and implementing necessary measures.

The Internal Control Department prepares an annual, risk-based internal control work plan and carries out its activities in a systematic, consistent and disciplined approach. Risk-based assessments made by the Inter-

INTERNAL CONTROL AND CORPORATE RISK MANAGEMENT

WORK IS CARRIED OUT TAKING INTO ACCOUNT STRATEGIC OBJECTIVES AND RISK APPETITE.

The corporate risk management approach emphasizes that the relevant management takes into account the Group’s strategic objectives and risk appetite when assessing threats and opportunities.

nal Control Department, requests from the Risk Committee and the Board of Directors and management, corporate risk maps reported by the Corporate Risk Management Department, and internal control-related findings identified by the Audit Department during audit work play an important role in the formulation of the internal control work plan. The annual Internal Control work plan is submitted to Zorlu Holding’s CEO for their comments and approval and to Risk Committee for their comments and information.

During periodical meetings between the Internal Control Department and the management, internal control activities planned and realized within the year are evaluated, findings are shared, action plans agreed to be taken for the relevant findings and follow-up results are evaluated, and plans for the upcoming period are reviewed.

Zorlu Group Internal Control team is composed of individuals with various sectoral experiences and advanced skills on internal control, risk management, process improvement, system implementation controls and project management. Zorlu Group also supports and encourages the team to build upon their skills and expertise through further training, and to obtain membership in relevant professional associations and international professional certifications (such as CIA, CPA, CISA, CFE, CICA and CRMA).

Assessment of the effectiveness of the internal control system in the annual report

At Zorlu Group companies, it is the responsibility of all executives and employees to develop and implement internal control systems that contribute to the realization of targets. In addition, Zorlu Holding Internal Control and Corporate Risk Management General Directorate provides support and guidance to Zorlu Group companies in developing risk-based, effective and efficient internal control systems, implementing the internal control actions decided upon, and regularly monitoring the status of the actions, and regularly presents the results of its work to the relevant senior management and the Risk Committee. In line with the risk-based annual audit plan, Zorlu Holding Audit Group Directorate independently carries out audits on the existence and/ or effectiveness of the internal control systems in Zorlu

Group companies, submits its reports to the Board of Directors and the Audit Committee, and regularly audits the actions on the findings specified in the reports and communicates the results to these authorities.

Corporate Risk Management

Today’s business world is changing rapidly, creating effects in different dimensions. The most influential aspect of change is “uncertainty,” which can be seen as a threat with its negative effects and an opportunity with its positive effects. Zorlu Holding, while evaluating threats and opportunities in its corporate risk management approach, always emphasizes the importance of taking into account the strategic goals and values of all management staff in the decision-making process. In this context, it is aimed to take the corporate risk management into account at every stage, from strategic management decisions to the execution of daily operations, by integrating it into the strategies and corporate culture of Group companies, to approach risks from the perspective of threats and opportunities as part of the performance of all employees, and thus to contribute to sustainable growth.

With its holistic corporate risk management approach, Zorlu Holding aims to diagnose the potential consequences of situations that may threaten the continuity of the Group’s activities and anticipate events that may create obstacles to achieving its goals, to allocate resources for the measures to be taken by evaluating the risks related to these events, and to develop and maintain a structure that will ensure continuous monitoring of risks. Aware of the importance of identifying non-financial risks as well as financial risks and developing a proactive approach towards them, Zorlu Group accordingly gives the management of non-financial assets, such as human, innovation, and environmental capital, an important place in its corporate governance approach. As a critical part of risk management, the Group’s risk appetite and tolerance are taken into account and in determining these factors, in addition to financial considerations, the effects on reputation, innovation, sustainability, occupational health and safety, human rights, environment, productivity, employee and customer satisfaction, and Ethical Principles are also meticulously assessed.

Organization and Activities of Corporate Risk Management Department

At Zorlu Group, the corporate risk management function is carried out by the Corporate Risk Management Department, which is organized under the General Directorate of Internal Control and Corporate Risk Management, reporting to the CEO of Zorlu Holding. As part of the second line of management, Zorlu Holding’s Corporate Risk Management Department carries out its duties by working together with the appointed Sector Corporate Risk Management Coordinators and relevant management.

In order to ensure adequate oversight of corporate risk management processes, Risk Committee meetings consisting of Independent Board Members and Shareholder Members, where main risks, emerging risks, issues related to risk appetite and risk culture, risk assessment results, determined risk mitigation actions and the status of these studies were discussed within the framework of the risk management of the organization, were held regularly within the framework planned in 2024. The resolutions adopted by the Committee as a result of its assessments, in conjunction with the risk-related data and reports, are duly submitted to the Board of Directors for their consideration. The General Directorate of Internal Control and Corporate Risk Management prepares the action follow-up, agenda and reporting of the Committee meetings. Furthermore, the Corporate Risk Management Department holds a permanent seat on the Sustainability Coordination Board.

The Corporate Risk Management team of the Zorlu Group is composed of professionals who exhibit sophisticated proficiencies in domains including internal control, risk management, process development, system application controls, and project management, coupled with a breadth of cross-industry expertise. Zorlu Group actively facilitates and promotes the enhancement of the team’s current expertise and skill set by providing access to educational programs at both domestic and international professional forums, fostering representation within pertinent professional organizations, and supporting membership acquisition.

Training and Awareness

To underscore the Group’s dedication to Corporate Risk Management, the ‘Corporate Risk Management Policy’, which articulates the foundational principles of its risk management approach and has been scrutinized and sanctioned by the Risk Committee, along with the ‘Corporate Risk Management Regulation’, specifying the aims, responsibilities, and competencies of the Corporate Risk Management Department, its modus operandi, and the duties of all personnel, especially managerial staff, in this respect, are available for reference on the organization’s online portals. Annual revisions are conducted, and the updated versions are provided for the entire workforce. In addition, to elevate corporate risk management awareness, an exhaustive training curriculum, encompassing the organization’s operational protocols and the accountability of all personnel concerning these matters, has been mandated for employees across all hierarchical tiers, and the completion ratios are tracked via the performance evaluation metrics of both managerial and staff members.

Functioning of Corporate Risk Management

In its corporate risk management (CRM) approach, Zorlu Group aims to identify the potential consequences of situations that may threaten the continuity of the Group’s operations while assessing threats and opportunities, to anticipate events that may create obstacles to achieving its goals, to allocate resources for measures that can be taken by evaluating the risks related to these events, and to develop and maintain a structure that will ensure continuous monitoring of risks. In this context, it is aimed to integrate corporate risk management into the strategies and corporate culture of Group companies, to take it into account at every stage, from strategic management decisions to the execution of daily operations, to approach risks from the perspective of threats and opportunities as part of the performance of all employees, and thus to contribute to sustainable growth. The financial, strategic, operational/organizational targets of the company managements, starting with the Senior Management at Zorlu Group, include performance indicators related to the management of significant risks and the implementation of risk actions; these elements are also taken into account in performance evaluations.

Corporate Risk Management is a systematic set of processes that affects the management and all employees of Zorlu Group companies, is integrated with the strategic planning process, and aims to identify, measure and manage the risks that prevent the Company from achieving its short- and long-term strategic goals within the risk tolerances set by the management, thereby adding value to the Company and its stakeholders.

In the corporate risk management system, all Zorlu Group employees have the main responsibility for identifying, measuring and effectively managing the risks associated with the activities and processes they own. It is aimed that process owners observe the risk appetite and tolerances of the organization in managing their processes and at every decision point.

In accordance with the specifications outlined in the ‘Corporate Risk Management Handbook’ and the educational programs delivered to all managerial staff, risk universes, which are structured with a focus on the core value chain, undergo prioritization via scoring through impact-probability criteria matrices—developed in alignment with risk appetite and tolerance thresholds—during hierarchical workshops executed with risk owners, comprising middle and upper management personnel positioned at the first line of operations. Risk management strategies (risk actions) created for prioritized risks are approved and monitored at the Risk Committee and Board of Directors levels. The monitoring of pertinent actions is executed quarterly; however, the list and magnitudes of prioritized risks are subject to reviews and, when necessary, revisions with requisite approvals, in consideration of contemporary developments and prospective hazards; a holistic assessment of the entire risk landscape is performed at a minimum of once per annum.

Corporate risk management practices are conducted in accordance with the tenets of international standards, namely those established by the IIA, COSO, and ISO 31000. The department ensures ongoing dialogue with process and risk-holding functions operating at the frontline by means of advisory services and collaborative coordination. The Corporate Risk Management Department maintains a tight-knit cooperative relationship with the Internal Control Department, which similarly occupies the second line of defense, facilitating information exchange concerning the present and intended internal control frameworks for risks and the maturity assessments of the associated operational procedures. The Internal Audit Group Presidency, which occupies the third line of defense, considers the outcomes of the corporate risk assessment as a constituent element in the development of the yearly internal audit blueprint. Furthermore, a communicative and collaborative relationship is sustained between the two departments with respect to emerging risks and promptly evolving occurrences pertaining to risk-related matters.

The Corporate Risk Management Model Framework used at the Zorlu Group of Companies is summarized below.



Risk Management process is composed of six sub-processes:

1. Corporate Risk Management Model
2. Risk Assessment
3. Risk Management Strategies
4. Communication and Counseling
5. Monitoring and Review
6. Reporting

Corporate Risk Management Model: The corporate risk management model encompasses directives, particularly essential policies and regulations, the risk management framework containing scope and methodology in detail, and the organizational chart that renders the operational structure visible, all necessary for conducting corporate risk management activities in an effective and sustainable manner.

Risk Assessment: While identifying and analyzing risks and determining their levels, the sector and dynamics in which the Company operates are taken into consideration, and internal and external expectations are taken into account systematically and with common sense.

Risk Management Strategies: Action plans must be established for risks that have been identified, named, and defined, and whose impact, probability, and severity have been determined through scenario analysis. Risk action plans serve as the instrumental mechanism through which risk strategies are meticulously elaborated into tangible objectives, subject to ongoing surveillance and enhancement.

Communication and Counseling: One of the prerequisites for the success of the corporate risk management framework and management system is the effective communication of corporate risk management concepts, outputs and results from studies, their benefits, documents and internal/external benchmark studies to relevant employees.

Monitoring and Review: The purpose of monitoring and review is to guarantee and enhance the quality and efficacy of the corporate risk management process, encompassing its design, implementation, and consequential results. The systematic monitoring and periodic evaluation of corporate risk management procedures and their results are an integral, pre-planned component of the risk management framework, within which responsibilities are distinctly delineated.

Reporting: The outputs of the corporate risk management analyses are disseminated via reports structured at differing tiers, contingent upon their significance and the magnitude of the associated risks.

Business Continuity Management

Zorlu Group, under the leadership of the Holding CEO, established the ISM Steering Committee, which includes the Group Presidents of the relevant human resources, technology and digital business development areas, the General Managers of the main companies and the managers of the relevant functions in the Holding, with the task of determining the strategy and providing the necessary guidance for the activities on Disaster, Emergency and Business Continuity Management (BCM). This committee carries out a wide range of activities covering all sectors and works on action plans to strengthen the measures already in place to respond to disasters and emergencies.



CORPORATE GOVERNANCE

Zorlu Holding, which has three publicly traded companies, namely Vestel Beyaz Eşya, Vestel Elektronik and Zorlu Enerji, shapes the corporate structure of the entire group in line with the principles of fairness, transparency, accountability and responsibility.

Zorlu Holding Corporate Governance Framework

Zorlu Holding considers Corporate Governance Principles as one of its core values for building the future of the Company. With this understanding, Zorlu Holding, which has three publicly traded companies, namely Vestel Beyaz Eşya, Vestel Elektronik and Zorlu Enerji, shapes the corporate structure of the entire group in line with the principles of fairness, transparency, accountability and responsibility.

Structure of the Board of Directors

Based on the corporate governance principles, majority of the Zorlu Holding's Board of Directors is composed of non-executive members and includes sufficient number of independent members. The Board of Directors currently consists of 9 members, 1 of whom are executive members, 5 non-executive members and 3 independent members.

The composition of the Board of Directors emphasizes diversity in terms of professional and personal characteristics. Accordingly, the Board of Directors includes members with extensive experience in various sectors as well as members with experience and expertise in banking, technology, artificial intelligence, financial investment and sustainability. One third of the Board of Directors is composed of women.

Activities of the Board of Directors

The activities of the Board of Directors are planned in line with the annual work plan created according to the priorities of the Holding. In this scope, 10 board meetings were held in 2024 with 93% attendance rate. In addition, 3 board seminars were organized to keep members updated on the Holding's strategic plans and developments affecting the business world.

In these meetings, the Board of Directors performed functions such as evaluating the current situation of the sectors in which the Holding operates, determining the Holding's holistic long-term strategy, approving the holistic strategy and annual budget,

evaluating and approving investment decisions, monitoring financial and non-financial targets, determining relevant actions, evaluating the corporate risk management framework, approving senior appointments, succession plans and strategic human resources issues.

One of the tools to support the effectiveness of the board of directors is the performance evaluation of the board of directors, which is carried out in order to make necessary improvements in the composition and functioning of the board of directors according to the current needs of the Company. Zorlu Holding's Board of Directors conducted its self-assessment of its activities in 2024 in May 2025. At the end of the performance evaluation process, which was carried out at three levels, namely self-evaluation, peer evaluation and general evaluation, actions to further improve the effectiveness of the board of directors were identified and a work plan was prepared accordingly in 2025.

Committees of the Board of Directors

Committees have been established to work more closely on certain issues on behalf of the Board of Directors in order to support the Zorlu Holding Board of Directors in fulfilling its responsibilities. The main purpose of the Committees is to carry out preparatory work before the Holding's Board of Directors on the issues determined by the Working Principles and to present advisory opinions to the Board of Directors by evaluating the opinions

of the relevant managers and consultants. In this way, committees that do not have the authority to take final decisions carry out extensive preparatory work on the issues to be considered by the Board of Directors.

The Committees record all their meetings in written minutes, inform the Board of Directors about their activities and, if necessary, submit the matters they work on to the approval of the Board of Directors.

The five committees established to support the Holding Board of Directors are as follows:

- Audit Committee
- Risk Committee
- Corporate Governance Committee
- Sustainability Committee
- Digital Transformation Committee

In 2024, all Board Committees convened in accordance with their annual work plans and fulfilled their duties and responsibilities within the scope of Corporate Governance Principles and Committee Working Principles.

The Sustainability Committee, which is responsible for steering Zorlu Holding's sustainability strategy across the Group, has received services from an independent consulting organization throughout 2024. The firm from which the Committee received consultancy services conducted a study in accordance with the independence criteria.

	Audit Committee	Risk Committee	Corporate Governance Committee	Sustainability Committee	Digital Transformation Committee
Chair	Elmas Melih Araz	Ahmet Dördüncü	Ayşegül İldeniz	Ahmet Cemal Dördüncü	Ayşegül İldeniz
Member	Ahmet Dördüncü	Olgun Zorlu	Şule Zorlu	Selen Zorlu Melik	Bekir Cem Köksal
Member		Elmas Melih Araz		Bekir Cem Köksal	

FINANCIALS

- 180 Additional Disclosures Required by Legislation
- 197 Independent Auditor's Report on the Annual Report of the Board of Directors
- 199 Consolidated Financial Statements and Independent Auditor's Report

ADDITIONAL DISCLOSURES REQUIRED BY LEGISLATION

1. GENERAL INFORMATION

Reporting Period

The annual report covers the accounting period January 1, 2024 - December 31, 2024.

Title of the Company and Other Information

Trade Name: Zorlu Holding A.Ş.
Head Office: Levent 199 Büyükdere Cad. No: 199 34394 Şişli, İstanbul/Türkiye
Trade Registry ID: 267687
Tax ID: 999 003 0324
Phone: +90 (212) 456 20 00
Fax: +90 (212) 422 03 40
Website: www.zorlu.com.tr
Central Registration System ID: 0999003032400010

Amendments to the Articles of Association during the Reporting Period

No amendments were made to the Articles of Association during the reporting period.

Members of the Board of Directors and the Board of Supervisors

Board of Directors:

Name and Surname	Position	Term of Office	
		Beginning Date	Ending Date
Ahmet Zorlu	Chair	July 29, 2024	July 29, 2025
Olgun Zorlu	Vice Chair	July 29, 2024	July 29, 2025
Selen Zorlu Melik	Member	July 29, 2024	July 29, 2025
Şule Zorlu	Member	July 29, 2024	July 29, 2025
Bekir Cem Köksal	Member	July 29, 2024	July 29, 2025
Ömer Yüngül	Member	July 29, 2024	July 29, 2025
Ahmet Cemal Dördüncü	Member	July 29, 2024	July 29, 2025
Elmas Melih Araz	Member	September 12, 2024	July 29, 2025
Ayşegül İlideniz	Member	July 29, 2024	July 29, 2025
Burak İsmail Okay	Member	July 29, 2024	July 29, 2025

As Zorlu Holding A.Ş. is subject to independent audit pursuant to the Turkish Commercial Code No. 6102, the firm Anılar Bağımsız Denetim ve Yeminli Mali Müşavirlik A.Ş., information about which is listed below, was selected to externally audit Company accounts and transactions during 2024.

Trade Name:	Anılar Bağımsız Denetim ve Yeminli Mali Müşavirlik A.Ş.
Fiscal Year:	January 1, 2024-December 31, 2024
Independent Auditor Public Registry ID:	BDK/2013/01
Address:	Altınova Mah. Fuar Cad. Buttım Plaza No: 63/1703 16090 Osmangazi/BURSA

Business Dealings with the Company that Are Authorized by the General Assembly and Involve Members of Company Governing Bodies Acting on Their Own Behalf or on Behalf of Others; No-Competition Clauses

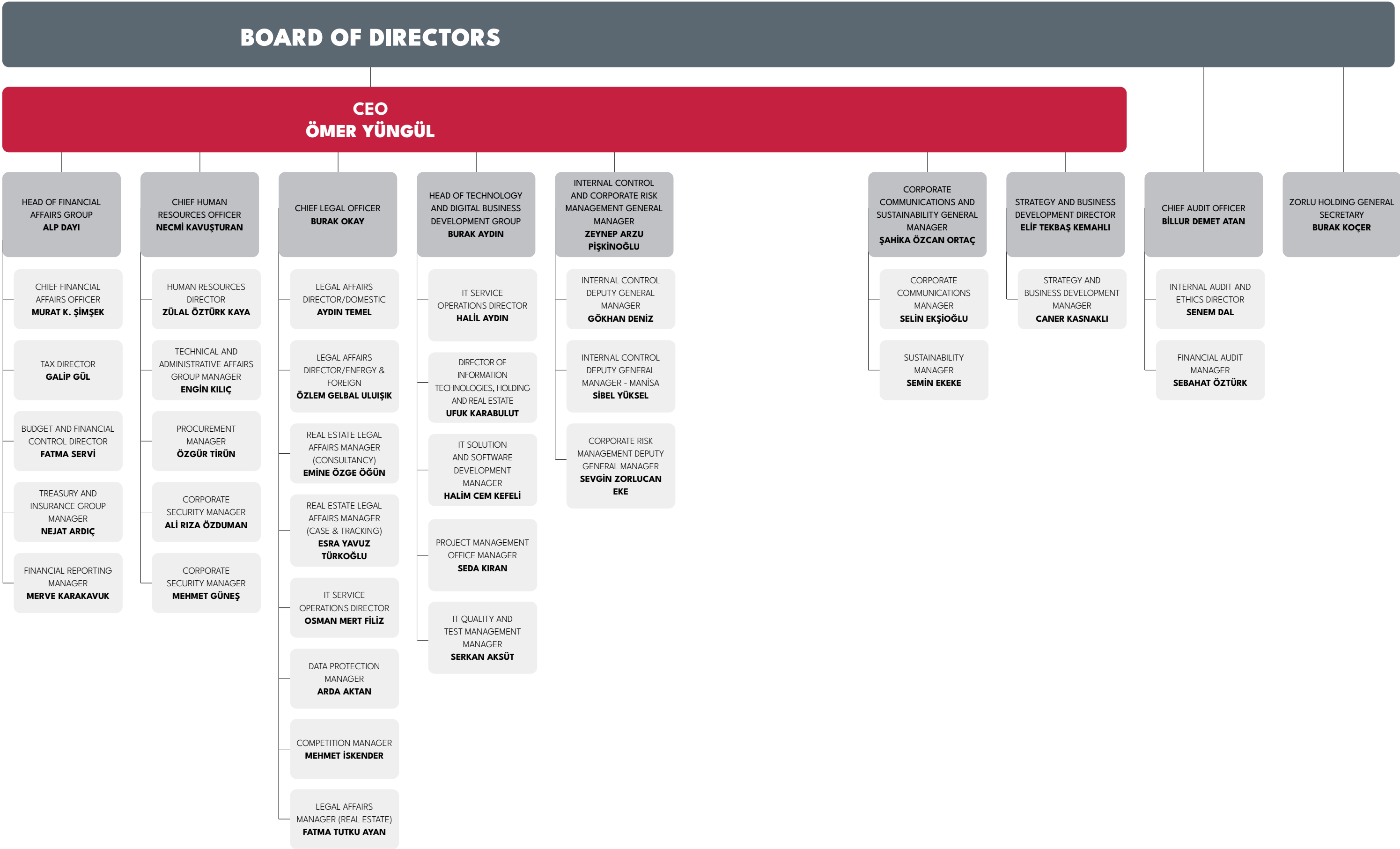
Within the framework of the authorization granted by the General Assembly of the Company, the members of the Board of Directors do not have any transactions with the Company on their own behalf or on behalf of others, or any activities within the scope of the prohibition of competition.

Shareholding Structure and Capital Distribution

Shareholders	Number of Shares	Share Amount (TRY)	Share in Capital (%)
Ahmet Zorlu	1,529,500,000	1,529,500,000	46
Olgun Zorlu	665,000,000	665,000,000	20
Selen Zorlu Melik	498,750,000	498,750,000	15
Fatma Şehnaz Çapkinoğlu	498,750,000	498,750,000	15
Şule Zorlu	33,250,000	33,250,000	1
Şehminur Aydın	33,250,000	33,250,000	1
Mehmet Emre Zorlu	33,250,000	33,250,000	1
Zülal Zorlu	33,250,000	33,250,000	1
TOTAL	3,325,000,000	3,325,000,000	100

The Company's capital is divided into 3,325,000 shares each with a par value of TRY 1 and all shares are registered. The Company does not have any preferential shares.

ADDITIONAL DISCLOSURES REQUIRED BY LEGISLATION



ADDITIONAL DISCLOSURES REQUIRED BY LEGISLATION

2. FINANCIAL RIGHTS OF THE MEMBERS OF MANAGING BODIES AND OF SENIOR EXECUTIVES

The Group’s key management personnel are members of the Board of Directors, General Manager, Assistant General Manager and Directors. Benefits provided to key management personnel of the Group are presented below.

	January 1 - December 31, 2024	January 1 - December 31, 2023
Wages and remuneration-like benefits	971,248,015	994,703,157

3. THE COMPANY'S RESEARCH AND DEVELOPMENT ACTIVITIES

Zorlu Holding A.Ş.

None.

Real Estate Group

None.

Textile Group

As a result of Korteks’ application to the Republic of Türkiye Ministry of Science, Industry and Technology to obtain R&D Center Certificate within the scope of Law No. 5746, it was decided to grant R&D Center Certificate and to benefit from the incentives and exemptions provided under Law No. 5746 as of October 9, 2015.

In 2024, Korteks benefited from a total of TRY 3,042 thousand in income tax exemption, stamp tax exemption, insurance premium employer share exemption support provided by Law No. 5746 within the scope of the R&D center.

Within the scope of Law No. 5746, Korteks has 30 equity-funded R&D projects in 2024. 4 of these projects were successful, 2 were unsuccessful and 24 equity-funded projects are ongoing.

The total expenditure incurred for the projects in 2024 is TRY 30,140 thousand.

At Zorluteks, following our application submitted to the Republic of Türkiye Ministry of Science, Industry and Technology within the scope of Law No. 5746, it was decided to grant the R&D Center Certificate and to allow us to benefit from the incentives and exemptions provided under Law No. 5746 as of December 6, 2016.

At Zorluteks, as a result of our application submitted to the Republic of Türkiye Ministry of Science, Industry and Technology within the scope of Law No. 5746, it was decided to grant the Design Center Certificate, and to allow İstanbul Design Center to benefit from the incentives and exemptions provided under Law No. 5746 as of July 24, 2017, and Bursa Design Center as of June 27, 2018.

Within the scope of the R&D center in 2024, Zorluteks benefited from a total of TRY 8,042 thousand in income tax exemption, stamp tax exemption, insurance premium employer share exemption support provided by Law No. 5746.

Within the scope of Law No. 5746, there are 15 R&D projects supported by TÜBİTAK, 3 ongoing projects and 12 projects have been successfully completed.

14 R&D Center projects and 29 Design Center projects were successfully completed.

In 2024, 4 projects failed in the R&D Center. There are no failed projects at the Design Center.

The number of ongoing R&D Center projects is 28 and the number of Design Center projects is 17.

Of the ongoing R&D Center projects, 7 are Design Projects, 16 are Innovation Projects and 5 are Equity Projects.

The total expenditure for the projects in 2024 is TRY 73,017 thousand.

In 2024, TRY 44 thousand in TÜBİTAK project support and TRY 677 thousand in European Union Project support were not utilized.

Vestel (White Goods and Electronics Group)

Vestel derives its innovation power from the efforts carried out at its R&D centers and its R&D team consisting of 1,600 people. R&D teams continue to work on the development or application of new technologies, new product designs, product development, productivity improvement, and cost reduction.

Vestel Elektronik was awarded in prestigious design competitions for many innovative projects designed at its R&D centers. The Company received 21 design awards as of the end of 2024. Training courses are held for R&D teams to make them adapt to the requirements of the current times and to raise their competencies, thereby ensuring that the Company continuously aligns with technological developments, maintains its competitive advantage and adopts an innovation-oriented approach.

Vestel allocates R&D and Innovation budget for the development of low carbon products and services. In 2024, the budget allocated by Vestel for low carbon product development amounts to TRY 795,889,511. As a result of the innovation studies in processes within 2024, the Company achieved a savings amount of TRY 747 million.

	2023	2024
Number of full time R&D Employees	1,821	1,583
Total R&D Spending (TRY thousand)	3,269,069	2,560,832
R&D Spending/Turnover Ratio	2.0%	1.8%

Aiming to spread technology and people-oriented transformation throughout the Company, Vestel combines its innovative approach with its experience in different sub-sectors and fields in order to develop its production and R&D strategy in line with global trends. In this regard, Vestel emphasizes innovation and efficiency through the projects it designs and implements, and with the success of these projects, it also participates in the events held by the ministry.

Vestel submitted applications on projects for Automotive Display Technologies, New Generation Vestel TV, and Smart Life Ecosystem for the “Technology Focused Industrial Move” incentive program, an initiative executed by the Republic of Türkiye’s Ministry of Industry and Technology to support the domestic production of value-added, high-tech products using local facilities.

Patent Studies

Vestel Elektronik and Vestel Beyaz Eşya file patent applications to various institutions for inventions realized within their own organizations. In 2024, Vestel Elektronik filed 21 EP patent applications with the European Patent Office (EPO), 21 TR patent applications with the Turkish Patent and Trademark Office (TÜRKPATENT), and 4 patent applications with the United States Patent and Trademark Office (USPTO) for inventions that met the criteria. This resulted in a total of 46 patent applications and 50 registered patents (9 EP, 9 DE, 9 TR, 9 GB, 1 CN, 1 KR, 5 US, 7 JP).

In 2024, Vestel Beyaz Eşya submitted a total of 91 patent applications, comprising 61 patent applications to the Turkish Patent and Trademark Office (TÜRKPATENT), 14 patent applications to the World Intellectual Property Organization (WIPO), and 16 European patent (EP) applications to the European Patent Office (EPO), while also having 152 patents registered. Commercial evaluation studies are being conducted to determine the value of the existing patent portfolio and to ensure that the patent pool consists of valuable patents. For patent applications deemed valuable as a result of commercial evaluation, detailed infringement evaluations are carried out, products in the technology of the relevant patent are investigated within the scope of this study, and reports are prepared on whether the patents are infringed.

	2021	2022	2023	2024
Number of Patent Applications by Vestel Elektronik	205	182	153	137
Number of Patents Obtained by Vestel Elektronik	60	180	150	202

R&D Collaborations and Open Innovation at Vestel Elektronik

Within the Company, there are open innovation practices in line with the efforts of Zorlu Holding. Vestel’s employees also play an active role in the A Bright Idea program executed by the Holding.

A shared space was created within Vestel Elektronik to encourage brainstorming workshops in a collaborative environment. Furthermore, an employee acts as a bridge for the evaluation of ideas and monitoring of the process, especially for external R&D ideas and for forwarding these ideas both to senior management and to the relevant unit within R&D. In addition, the ideas of the Project Management Office (PMO) within the R&D department, which collaborates with customers, are closely monitored by senior management.

As part of the activities of its R&D units, Vestel establishes strong collaborations with many national and international institutions and organizations, particularly universities.

Vestel continues to develop collaborative projects as part of four active Horizon 2020 programs that continued in 2024. In addition, proposals were submitted through the Digital Europe platform on issues related to the domain of Vestel Elektronik in EU policies. In 2024, three applications were submitted for the “Technology Focused Industrial Move” program, along with one application for the TÜBİTAK 1831-Call for Green Innovation Technology Mentoring, two applications for the TÜBİTAK 1832-Call for Green Transformation in Industry, and two applications for the TÜBİTAK 1833-SAYEM Green Transformation Call, involving a total of 45 stakeholders. Additionally, a project coordinated by the University Industry Cooperation Centers Platform (ÜSiMP) was accepted under the TÜBİTAK 1831-Call for Green Innovation Technology Mentoring, which includes 26 stakeholder institutions and 77 experts. Consultancy activities for this project are currently ongoing.

University-Industry Collaboration: The Company supports highly-qualified Vestel R&D employees, who graduated from Türkiye’s leading universities, to establish project-based collaborations with academics from Türkiye’s most distinguished universities. Vestel supports young talents by offering internships and practical training opportunities to university students, helping them gain valuable industrial experience. The Company collaborates with universities to facilitate the transfer of academic research to industry and assist with patenting. This partnership is further strengthened through activities like academic publications, career days, advisory boards, student clubs, and project support. The knowledge generated in universities is transformed into technology by expert teams in Vestel’s R&D units, and the developed software and hardware are used in new designs. Vestel also supports universities’ Industry-Oriented Dissertation studies. It cooperates with the successful Technology Transfer Offices in the Aegean Region as well as Technology Transfer Offices throughout Türkiye, making academic studies and emerging technologies developed in universities available to the industry in order to respond to the needs of the industry and to add value to national development of the country. Since 2021, Vestel Elektronik has been leading project activities under the Erasmus+ program in collaboration with Vestel Beyaz Eşya and Vestel Ticaret, focusing on Vocational Education through the Erasmus Accreditation. Within this scope, university-industry collaborations are made with numerous institutions abroad.

ADDITIONAL DISCLOSURES REQUIRED BY LEGISLATION

During the project-based cooperation activities, collaborations were established in various fields, including medical technologies, battery technologies, energy storage systems, automotive electronics, green transformation/sustainability, digitalization in production processes, and innovative display technologies. In 2024, work on long-standing TÜBİTAK projects continued. Vestel Elektronik is actively engaged in two projects with Özyeğin University and Koç University as part of TÜBİTAK's Industrial Doctorate Program (2244), as well as a project with Istanbul Medipol University under TÜBİTAK's University Industry Cooperation Program (1505). Vestel - Optical Design Group has a longstanding strategic partnership with Bilkent University - National Nanotechnology Research Center (UNAM) as part of its Technology Research and Development Projects. Several projects were carried out in line with this partnership, and the cooperation continues on the "Strategic R&D Alliance for Advanced Materials High Technology Platforms and Electronic and Optical Component Production" platform, which received support under the TÜBİTAK 1004 Center of Excellence Support program. In addition, Vestel started a collaboration with Nanome and became a stakeholder by investing in the Company. Through these strategic partnerships, Vestel continues to work on the development of Quantum Dot (QD) nanocrystals and their implementation in advanced display technologies. Through the collaborations established with UNAM and Nanome, Vestel made significant progress in the transfer of advanced technologies, conveyance of academic studies to industry as products, and the domestic and mass production of high value-added products.

In 2024, within the scope of the TÜBİTAK 1004 Center of Excellence Support Program, applications were completed for the following projects: "Image Processing and Artificial Intelligence in Sustainable Farming" with nine stakeholders under the coordination of Ankara University, "Development of a Sensitive Data Sharing Network System" with eleven stakeholders under the coordination of Ege University, and "IoT Integration, Monitoring, and Management Platform" with sixteen stakeholders under the coordination of the Middle East Technical University.

International Technology Platforms: Vestel Elektronik and Mobilite conducts R&D projects with international partners through European Technology Platforms, including Horizon Europe, Chips JU, Eureka, and Erasmus+. Recognized by the European Commission as one of the top three companies in its scale and sector, Vestel has four active Horizon 2020 projects, two Erasmus+ initiatives, and four Eureka projects as of 2024. Additionally, a project applied for under EUROGLIA, which focuses on sustainable energy, has received the Eureka label, and the national evaluation process is currently underway. Vestel also actively participates in training programs organized as part of the UNDP Model Development for Women's Empowerment in the Manufacturing Industry Project. In 2024, Vestel submitted applications for projects focusing on battery technologies, electric vehicle charging systems (EVC), automotive technologies, IoT, sustainability, and digitalization in production processes. Specifically, more than ten project applications for Horizon Europe, two for Erasmus+, and three for EUREKA were made. Among Vestel's priority areas of work are cluster programs established through bilateral cooperation calls and technology platforms within the EUREKA framework.

Associations and Initiatives: Vestel contributes to non-governmental organizations such as TÜBİSAD (Informatics Industry Association), Turkish Industry and Business Association (TÜSİAD), Telecommunication Satellite and Electronic Industrialists Business People Association (TÜYAD), Technology Development Foundation of Türkiye (TTGV), Electronic Devices Manufacturers Association (ECID), White Goods Manufacturers' Association of Türkiye (TÜRKBEŞD), Automotive Suppliers Association of Türkiye (TAYSAD) and R&D Centers Platforms at different levels to improve the global competitiveness of IT, electronics and major household appliances sectors in Türkiye and to mobilize their innovation potential. In addition to serving as the chairman of the Manisa R&D and Design Cooperation Platform (MATİP), Vestel also participates in the sector councils of the Union of Chambers and Commodity Exchanges of Türkiye (TOBB), where it expresses its opinions on legislation and standardization efforts in its fields of activity, and closely monitors processes and developments. In 2024, Vestel Elektronik continued to actively work within the scope of the TÜBİTAK 1601 - Support Program for Capacity Building in Innovation and Entrepreneurship - 1512 Techno-Entrepreneurship Capital Support Program Stage 1 Call for Implementing Organizations, which was accepted in 2022. With this call, TÜBİTAK aims to support the activities of entrepreneurs from the idea stage to the market in order to transform their technology and innovation-oriented business ideas into enterprises with high potential to create added value and qualified employment, and expects the Implementing Institutions identified as a result of the call to create and execute original, effective and applicable mechanisms to transform entrepreneurs' business ideas into qualified business plans.

Industrial Partners: Vestel cooperates professionally with companies around the world in the technological fields in which it operates, building a network of significant collaborations with more than 80 industrial partners, including Google, Amazon, Videa, Xperi, Roku, Sky, Netflix, Disney, Digiturk, Mediatek, Novatek, Realtek, Broadcom, Qualcomm, Viaccess, Irdeto and Nagra.

R&D Support Under Vestel Ventures: Through its wholly-owned subsidiary Vestel Ventures Ar-Ge A.Ş., which was established to support entrepreneurs engaged in R&D activities in order to introduce emerging technologies within Vestel, the Company continues to contribute to the activities performed on innovative devices, advanced materials, smart cities, smart homes and smart factories. In this context, it makes Vestel's know-how and facilities available to entrepreneurs at all stages of product development, such as product design, industrial design, multi-screen interface design, prototyping, testing, certification, and production.

Collaborations with Zorlu Group: Vestel also cooperates with Zorlu Group companies operating in the textile, energy, and real estate sectors. With the mainstreaming of wearable technology, sensors that can be integrated into textiles and information technologies stand out as the Company's prominent fields of activity. It carries out joint activities with Zorlu Enerji in the areas such as energy storage systems, solar panels, and energy-oriented international projects.

R&D Collaborations and Open Innovation at Vestel Beyaz Eşya

Vestel is committed to creating shared value by collaborating with academia, public institutions, and industry stakeholders to achieve its sustainability objectives. By promoting the exchange of knowledge and experience through an open innovation approach, the Company fosters the development of innovative ideas in projects focused on environmental, social, and sustainability issues. This strategy enhances the environmental, social, and economic impact for both Vestel and its stakeholders. Prioritizing university-industry cooperation, Vestel undertakes projects that integrate academic knowledge with industrial experience through undergraduate, graduate, TÜBİTAK, and EU initiatives. In this context, Vestel partners with local institutions, including Yeditepe University, Bahçeşehir University, Boğaziçi University, Dokuz Eylül University, Ege University, Hacettepe University, Izmir Institute of Technology, and Izmir University of Economics, as well as international research centers such as the University of Geneva and the Fraunhofer Institute. In line with its sustainability and green transformation goals, Vestel has been developing projects under TÜBİTAK 1832 Green Transformation in Industry Call and 1833 SAYEM Green Transformation Call, as well as EUREKA and Bilateral Cooperation platforms. In addition to applying for projects, preparations for future calls are ongoing. Furthermore, academic collaborations are maintained through postgraduate thesis studies and joint research projects. Vestel promotes technology-oriented product development to sharpen the competitive power of its business partners through TÜBİTAK 1707 Order-Based R&D projects.

University Collaborations

To raise its R&D capacity, Vestel partners with universities and academics specializing in key areas such as mechanical engineering, electrical and electronics engineering, energy, environmental technologies, and information technologies. This collaboration aims to develop innovative products and processes by integrating academic knowledge into industrial practices. By linking projects supervised by faculty members with undergraduate and graduate thesis studies, Vestel not only generates academic outputs but also encourages the involvement of young talent in R&D initiatives. As of 2024, a total of 12 graduation thesis projects have been completed at Izmir Institute of Technology, Ege University, Celal Bayar University, and Dokuz Eylül University. These studies contribute to Vestel's innovative projects while fostering strong connections with university students. Vestel showcases its collaborative projects at congresses, conferences, and symposiums each year to boost engagement both within the industry and beyond. These events foster diverse perspectives on projects, promote information sharing, and strengthen academic interactions. Additionally, in 2024, the Company contributed to the sector with 25 papers and articles published in various journals and platforms. To further boost academic interactions, Vestel increases its participation in these platforms annually and organizes workshops on topics like the localization of imported products and Industry 4.0.

Energy Group

R&D and Innovation

Tackling the global energy and climate crises requires innovative approaches and strong collaborations in our industry. At Zorlu Enerji, we act with this understanding and work to shape the future of the energy world. By collaborating with industry-leading organizations, academia and research institutes, we aim to provide innovative and comprehensive solutions to complex energy challenges.

While assuming a pioneering role in the transformation of the energy sector, we act in line with our [Sustainability Policy](#) on energy supply security, competition and environmental protection. Adopting the principle of maximizing the use of domestic and renewable energy resources, we carry out our R&D activities in a way to serve the Sustainable Development Goals (SDGs) and closely follow global standards.

Within the framework of Zorlu Holding Smart Life 2030 Goals and our Sustainability Policy, we contribute to the transition to a low-carbon and self-sufficient economy by combining our country's unexplored renewable energy potential with advanced technology and innovation. As part of our innovation efforts, we invest in the establishment and operation of smart systems that will initiate transformation in the industry. In this way, we aim to shape not only today's energy ecosystem but also the energy ecosystem of the future. We see innovation as one of the cornerstones of our corporate culture and we demonstrate our commitment to sustainable growth with the [R&D and Innovation Commitment Charter](#).

In this direction, we are successfully progressing in our multi-stakeholder projects supported by TÜBİTAK, Horizon 2020 and EMRA. The fact that Zorlu Enerji and our indirect subsidiary OEDAŞ ranked high on the "List of the Most Successful Turkish Industrial Organizations in Horizon 2020" is a testament to this success.

Electric Vehicles and Smart Energy Solutions

We shape the future of mobility with the solutions we develop for electric vehicles. In this context, the smart services we offer through electricity charging stations and energy storage projects supported by EMRA accelerate the transformation of the sector.

Within the scope of Innovation and New Business Models, which is among our priorities, we continue our work in the following areas:

- Electric vehicle rental and sharing services
- Electric vehicle charging stations
- Smart home systems and energy management solutions
- Big data and artificial intelligence based energy forecasting systems

The innovative content and high investment amounts of our realized and planned projects reveal the importance we attach to this issue. In addition, our projects, which have been awarded grants by the European Union's Horizon 2020 framework program and TÜBİTAK, play a critical role in Türkiye's move towards next-generation technologies.

We concentrate our R&D and innovation efforts in five main focus areas:

- Renewable and clean energy solutions
- Energy efficiency and low carbon solutions
- Digitalization and smart energy systems
- Sustainable cities and infrastructure
- Circular economy and waste management

These focus areas underpin our impact-driven growth strategy and support our vision to develop innovative, effective and sustainable solutions to global energy challenges.

ADDITIONAL DISCLOSURES REQUIRED BY LEGISLATION

Renewable and clean energy solutions	Sustainability and environmental compliance in energy production is a must for us. That is why we focus on maximizing the potential of renewable energy sources such as solar, wind and geothermal. We also aim to contribute to the clean energy ecosystem by developing future energy carriers such as green hydrogen.
Energy efficiency and low carbon solutions	We focus on digital transformation practices, energy storage and carbon capture, utilization and storage (CCUS) technologies to improve energy efficiency and reduce our carbon footprint. In this way, we both optimize our energy consumption and fulfill our environmental responsibility.
Digitalization and smart energy systems	We pioneer digitalization in energy management and continuously improve our processes with big data analysis and artificial intelligence applications. While increasing efficiency in field operations with predictive maintenance strategies, we enrich the customer experience by investing in smart energy systems and charging infrastructures. With these innovative projects, we increase the flexibility, connectivity and efficiency of our energy distribution networks.
Sustainable cities and infrastructure	We are harnessing the power of renewable energy sources and green transformation initiatives such as ZES to future-proof cities and living spaces. We aim to reduce environmental impact and improve quality of life through integration into sustainable infrastructure.
Circular economy and waste management	Using resources efficiently and reducing the amount of waste form the basis of our sustainability goals. To this end, we focus on the transformation of critical raw materials and develop projects to ensure the reuse, repair and recycling of equipment in our power plants. By supporting the transition to a circular economy, we both reduce our environmental impact and use resources more efficiently.

Local Software Services

- With 6 projects developed by our R&D department and approved by EMRA, we succeeded in becoming one of the electricity distribution companies with the highest number of project acceptances in Türkiye. We are implementing two of these projects by focusing on local software ecosystems to increase the localization rate in energy infrastructure. with our “E-KEYS” project, we make outage management traceable from end-to-end and manage our processes more effectively by coordinating notifications and signals accurately thanks to Geographic Information System integration. our “BTSYS” project enables us to use information technology resources in a more efficient and integrated manner, thus optimizing energy management.
- The “Şimşek” project, which we initiated to develop a 100% domestic Geographical Information System software, aims to keep high license and maintenance costs in Türkiye, while increasing service quality. Şimşek software stands out with its ability to work without internet access, especially in natural disasters and difficult geographical conditions. In addition, the system, equipped with augmented reality technology, will make the operational processes of field teams more efficient. If the project is successfully completed, the software will be available to other electricity and natural gas distribution companies.

Innovation in Geothermal

- Online Sediment Measurement Device**
Thanks to the system we developed with Kurita, we can measure the precipitation formed by geothermal fluid in the pipe with surface contact. In our Kızıldere 3U1 power plant, where difficult-to-dissolve precipitates are formed by various separations and mixtures, we optimize the surface treatment in line with the outputs of this device.
- Cutting Classification Using Artificial Intelligence**
In our geothermal drilling processes, the identification of the geological units cut is critical for safe well drilling and the identification of reservoir zones. We created a data set using the visuals of well cuttings from our different sites and chemical analyses measured by XRF device. In the study we are conducting in partnership with Yeditepe University, we aim to accurately identify the units cut during drilling by developing an artificial intelligence-supported system.
- Geothermal Resource Investigation with Radon Gas Measurements**
We have started preliminary talks with Uludağ Technical University to determine our geothermal potential. Thanks to Radon gas measurements released from active faults and fractures, we aim to make our exploration processes more effective.

R&D Projects

Featured Projects

Project Name	Project Details	Digitalization Area	Project Progress
Horizon 2020 Projects			
Horizon Europe-WindTwin	We are developing an innovative and integrated Wind Digital Twin to optimize the design, operation and maintenance of our wind farms. This system contributes to our sustainable growth by increasing efficiency through analytics and optimization tools, while also evaluating new business models such as participation in local energy markets.	Digitalization of Business Processes	12%
Horizon 2020-QuantEEFlex	With our QuantEEFlex Project, we aim to quantify the economic, technical and environmental value of energy flexibility in urban areas.		0%
Horizon Europe-EOLIAN	The EOLIAN project investigates bio-based, repairable and recyclable vitrimer composites for reliable and sustainable wind turbine blades. We aim to extend the lifespan and increase the circularity of wind energy systems by developing a smart blade made of infinitely recyclable material.		17%
TWINVEST Project	With the TWINVEST Project, we are creating a universal, open-source and cyber-secure Digital Twin infrastructure. This innovative system aims to simplify decision-making processes in wind energy investments and provide more efficient and reliable analysis for investors.	Digitalization of Business Processes	15%
Horizon Europe - Sehirene	With SEHRENE's electrothermal energy storage (ETES) concept, we store renewable electricity and heat and increase our energy efficiency by providing it back when needed. Thanks to this system, we reduce our carbon emissions by recovering waste heat and strengthen our energy security by providing backup power during power outages.		29%
eCharge4Drivers	With the eCharge4Drivers Project, we aim to improve the charging experience of electric vehicle drivers, provide ISO 15118 Plug & Charge integration and improve route planning and reservation processes. We also aim to offer an uninterrupted and efficient charging experience by testing user-friendly charging stations in our pilot region.		100%
JIDEP Project	With the JIDEP Project, we support industrial data sharing with sustainable solutions. Within the scope of the project, we are testing the reusability of recycled composite materials in various industrial fields such as wind turbines. JIDEP supports the development of more sustainable materials, products and services by integrating industrial data into the circular economy.		86%
GeoSmart Project	With the GeoSmart Project, we integrate renewable energy technologies into our geothermal power plants and carry out pilot applications in the Kızıldere field. In this context, we aim to increase power plant efficiency by integrating thermal storage of geothermal fluid, CSP and biomass, and optimize energy use by reducing reinjection temperatures. We are also working on balancing the fluctuations in the grid with thermal storage and testing steam and hot water storage for the first time in geothermal energy.		100%
BD4NRG Project	With our BD4NRG Project, we leverage Artificial Intelligence and big data technologies to manage decentralized energy systems more efficiently and improve optimization processes. In this context, we are creating a data-based "Reference Architecture" for smart energy grids, improving operational performance monitoring and increasing grid reliability by preventing failures through predictive maintenance methods.	Digitalization of Customer Service Processes	95%
GECO Project	In line with our goal of achieving a sustainable future by minimizing our environmental impact in geothermal energy fields, we have implemented the Geothermal Gas Emission Control Project (GECO). With this project, we aim to completely eliminate carbon emissions and we are working on the treatment and recovery of non-condensable gases. At the same time, we develop CO ₂ reinjection technologies and contribute to their widespread use on a global scale. While reducing our carbon footprint with the improvement of our environmentally friendly geothermal power plants, we aim to increase the share of green energy we produce in total energy to 100%.		100%
GEOPRO Project	With our GEOPRO Project, we aim to better understand the chemical and physical characteristics of geothermal energy and optimize operational processes. In this context, we continue our efforts to solve measurement problems caused by two-phase flow of geothermal fluid, non-condensable gases and minerals, to develop Flow Assurance method and to integrate innovative methods to reduce reinjection temperatures into the sector.		100%
BD4OPEM Project	With our BD4OPEM Project, we are creating an open innovation platform by effectively integrating digital technologies in the energy sector. We optimize grid monitoring, maintenance, planning and energy management with big data analytics, and create a more flexible and efficient market structure with demand side management, grid constraints and fault simulations. In this way, we are making the energy ecosystem more sustainable and user-oriented.	Digitalization of Customer Service Processes	100%
FlexiGrid Project	We integrate distributed energy resources, energy storage systems and V2G technology with OEDAŞ's vision to bring flexibility to next generation distribution networks. We are creating a transparent data management infrastructure with digital smart grid solutions, IoT and Blockchain, and making our energy ecosystem more flexible and efficient by commissioning V2G compatible charging stations and battery storage systems in Eskişehir.		100%
PlaMES Project	With our PlaMES Project, we aim to increase energy efficiency by integrating generation, storage, transmission and distribution systems. In Osmangazi Electricity Distribution Region, we optimize energy generation distribution at the lowest cost and support renewable energy integration with grid flexibility.	Digitalization of Customer Service Processes	100%

ADDITIONAL DISCLOSURES REQUIRED BY LEGISLATION

Project Name	Project Details	Digitalization Area	Project Progress
TÜBİTAK Supported Projects			
nGEL Project	We aim to develop flexible tri-generation geothermal power plants by integrating heating, cooling and additional power generation equipment. To stabilize grid volatility with increasing renewable energy systems, we are increasing our efficiency by enabling our geothermal power plants to operate in reserve markets with nGEL.		15%
DEEPLIGHT Project	With the DEEPLIGHT Project, we aim to reduce geothermal drilling costs and increase efficiency. We are improving well safety and operational efficiency by developing non-contact drilling techniques with Electrical Pulsed Power (EPP) technology. We also reduce risks, lower costs and minimize our carbon footprint in geothermal projects by extending well life through the use of smart cement.		73%
ACT ERA-NET Programs SUCCEED Project	ERA-NET ACT is an initiative that aims to accelerate the deployment of carbon capture and storage (CCS) technologies. With the SUCCEED Project, we aim to reduce emissions from our geothermal power plants, inject purified CO ₂ into the reservoir under supercritical conditions and observe the effects of this process on seismic activity and other wells.		100%
ITEA3 Program - SMART-PDM Project	With our SMART-PDM Project within the scope of the EUREKA platform, we aim to reduce operating costs and increase efficiency by using predictive maintenance technologies in wind power plants. The project has been implemented at Gökçedağ Wind Power Plant, enabling us to detect faults at an early stage, reduce downtime and maximize production by reducing maintenance and equipment replacement costs.	Digitalization of Product and Service Processes	100%
Eurogia2020 Program - Smart Wind Project	With the Smart Wind Project, a collaboration between six companies and research institutes from Türkiye, Germany and Spain, we aim to increase the operational efficiency of Gökçedağ Wind Power Plant and reduce unit electricity generation costs. In this context, we optimize power plant performance by developing a decision support system that analyzes data obtained from SCADA and sensor systems on cloud infrastructure.	Digitalization of Business Processes	100%
EMRA Supported Projects			
Şimşek (Geographic Information Systems) Project	With our Şimşek Project, we aim to keep license and maintenance costs in Türkiye and increase service quality by developing 100% domestic Geographic Information System software. The system, which can operate without an internet connection in natural disasters and harsh conditions, will make the operations of our field teams more efficient with augmented reality technology.	Digitalization of Business Processes	0%
MASS TQM (Technical Quality Management) Project	With our MASS TQM Project, we aim to collect and evaluate data from measurement devices and sensors in transmission and distribution systems on-site. With the MASS protocol and other data transmission protocols, we ensure data sharing with central servers, live monitoring and reporting. While managing data integrity, quality and communication controls, we build server-independent data processing capability with SBC.	Digitalization of Business Processes	5%
Domestic Energy Ecosystem Integration and Master Data Management Platform Project (YE3AP)	With our YE3AP Project, we increase data quality by centralizing master data generation, storage and access processes, and optimize costs by facilitating integration tracking.	Digitalization of Business Processes	48%
SLF: Spatial Payload Prediction Vehicle Project	With our SLF Project, we aim to optimize the distribution infrastructure by increasing the long-term utilization rates of network facilities and through new investments. In this context, we create a roadmap to guide electricity distribution planning in the most efficient way and manage uncertainties by integrating stochastic planning processes under different scenarios.	Digitalization of Customer Service Processes	15%
Energy Storage Systems Project	With this project, we effectively manage storage systems implementation processes and increase operational efficiency by monitoring systems across the country from the centers. We are also strengthening interaction across the industry by creating a platform to facilitate knowledge sharing.	Digitalization of Customer Service Processes	25%
Preparation of Electricity Infrastructure within the Framework of Türkiye Electric Vehicles Development Project	With this project, we are developing the EA projection software and identifying the challenges in the distribution system by conducting technical analysis in pilot locations. In line with the data obtained, we create a road map and develop legal recommendations to make the system more efficient and sustainable.	Digitalization of Customer Service Processes	30%
Standalone PLC and RF Communication Protocol and Product Development Project with MAS Integration	With this project, we plan and test new power line communication technologies and radio frequency modules within the scope of National Measurement Standards. In this process, we aim to increase the reliability and efficiency of measurement systems with the protocols developed.	Digitalization of Customer Service Processes	31%
National Software Ecosystem Project	With this project, we are researching new standards suitable for the needs of our national software projects and aim to make our development processes more efficient.	Digitalization of Business Processes	48%
Data Driven Security and Compliance Platform Development Project	With this project, we are addressing integration challenges, conflicting data and data ownership uncertainties in distribution companies' information systems. We strengthen data security by detecting malicious activities with authorization-based dynamic data masking, data activity monitoring and user behavior analytics, and develop a compliance-oriented security platform.	Digitalization of Business Processes	65%

Project Name	Project Details	Digitalization Area	Project Progress
Next Generation Grid Development Project	With this project, we aim to plan and optimize network assets more efficiently in line with the integration of new technologies.		69%
Secure and Remote Activation System for Rural Luminaires Project	With the Remote Safe Activation System Project for Rural Street Luminaires, which we have implemented within Osmangazi EDAŞ, we provide the opportunity to remotely intervene in temporary faults in hard-to-reach rural areas without sending a team. In this way, we increase efficiency by reducing operating expenses (OPEX), increase user satisfaction and develop software for new products and codes.		75%
Digital Maturity Assessment Model and Development Roadmap Project	With this project, we determine our current digital maturity level and form the basis of our transformation processes. We identify the necessary investment needs and technological tools to be developed, create our digital development roadmap and proceed step by step to achieve the set targets.	Digitalization of Business Processes	80%
National CPU Project for Distribution	With this project, we aim to make our data processing processes more secure and efficient by conducting national processor research for the measurement needs of local distribution system operators (DSOs).	Digitalization of Customer Service Processes	83%
Investigation of the Turkish Electricity Distribution Network against Earthquake and Other Natural Disasters, Performance Analyses after Possible Earthquake and Development of Emergency Action Plans Project	With this project, we are developing a local software that enables automated planning for users during and after a disaster. We prepare action plans for distribution centers in high-risk groups and create an emergency warning system for DSO companies by integrating with the Disaster and Emergency Management Presidency system.		90%
NOCA No-Code Application Development Platform Project	With this project, we are accelerating the digital transformation processes of distribution companies, reducing transformation costs and creating a platform that allows them to develop applications that do not require programming knowledge.	Digitalization of Business Processes	90%
Determination of Partial Discharge by RF Emissions Project	With this project, we increase our operational efficiency by quickly detecting partial discharges, reduce potential failures and strengthen the effectiveness of our preventive maintenance activities.		95%
Developing Solutions to Prevent Long-Term Outages Due to Ice Load in Electricity Distribution Networks	With this project, we aim to minimize long-term outages caused by ice load and to prepare infrastructure in electricity distribution networks with analytical and technological methods. By raising awareness in regions with ice load problems, we contribute to the development of standards for criteria such as equipment, design and topology, and increase the reliability of distribution networks by reducing outages.		100%
Investigation of the Effects of Charging Stations and Electric Vehicles on the Grid and Development of Domestic Software Required to Optimize These Loads	With this project, we aim to create standards by examining the usage areas of electric vehicle charging stations and simulate their impact on the network with real data. By observing the impact of charging stations on transformers, we reduce network load by spreading peak consumption throughout the day, and optimize the usage time and power of charging stations by developing local software. We are also creating a sustainable energy infrastructure suitable for the widespread use of electric vehicles by keeping the quality of grid service high through renewable energy integration.	Digitalization of Customer Service Processes	100%
High Efficiency Battery Charging System Compatible with SCADA Systems and Rectifier Development Project with Dual Control Unit	With this project, we are developing indigenous solutions to make electricity distribution systems more reliable and economical. We aim to offer low-cost and high-reliability technological products by preventing the failures caused by DC rectifiers in distribution buildings with a new and local rectifier system design.	Digitalization of Business Processes	100%
Investigation of Chemical Energy Storage Technologies and Pilot Project Studies in Distribution Networks Project (KEDEP)	With this project, we increase the efficiency of energy systems by reducing failures caused by voltage drops and overloads on long power lines. By minimizing effects such as reactive power, harmonics and flicker, we improve electricity quality and reduce technical losses in consumer devices. We are also working on improving the efficiency of solar power plants, developing SES-powered arbitrage applications for retail companies and creating a versatile Battery Management Software.		100%
National Smart Meter Systems Project (MASS)	With this project, we are developing a domestic and national Smart Meter System covering all components from communication protocol to modem. We aim to offer reliable, efficient and innovative solutions in energy management by creating customized meters suitable for the needs of different user groups.	Digitalization of Customer Service Processes	100%

ADDITIONAL DISCLOSURES REQUIRED BY LEGISLATION

Internal Innovation

At Zorlu Enerji, we are committed to providing sustainable solutions and contributing to the local economy by effectively utilizing domestic resources. With this approach focusing on domestic resources, we assume a pioneering role in the sector by adopting the principles of sustainability and smart technology in our R&D activities.

R&D and innovation activities are at the center of our vision. The adoption and spread of this culture by our colleagues is of great importance in achieving our goals. As a company, we aim to create a continuously developing R&D ecosystem that is accepted among all our stakeholders. Accordingly, while supporting ideas and projects within the Company, we also focus on evaluating cooperation opportunities. In 2021, we adopted the R&D and Innovation Commitment, which concretely demonstrates our determination and goals in this area.

- In particular, we prioritize the following issues:
- To increase information sharing and interaction within the Company,
 - Utilizing our natural and institutional resources in the most effective way,
 - Reducing emissions and waste,
 - To achieve a leading position in the sector with innovative practices,
 - To develop clean energy, smart grids, customer-oriented solutions and digital transformation.

We closely monitor national and international cooperation opportunities in line with our goals of increasing operational efficiency, developing the company portfolio with innovative practices and building an expert team for future investments. With our strong governance structure, we focus on projects that create environmental and social value. Energy storage, carbon capture and storage technologies, recycling, green approaches and digitalization are among our priorities.

We are developing the latest technologies to upgrade our electricity and natural gas distribution systems to global quality standards. We aim to increase efficiency and service quality, and reduce costs and losses by creating a favorable environment for knowledge generation, innovative ideas and applications. In addition, we continuously update and improve our business models in full compliance with EMRA legislation. At Zorlu Enerji, we are taking firm steps towards achieving these goals.

Parlak Bi'Fikir (A Bright Idea)

We bring our employees together with innovation-oriented thinking skills through the Bright Bi'Fikir program, which we have implemented in line with our Smart Life 2030 sustainability strategy. Thanks to this program, our teammates can combine their experience with innovative ideas and turn them into business solutions.

Our employees can share their ideas through a specially designed portal. The proposals are evaluated on five main criteria and the selected projects are transformed into independent start-ups with 25% partnership of Zorlu Holding.

We also develop our employees' competencies such as entrepreneurship, teamwork and leadership through the trainings we offer. Thus, we both offer career opportunities for the next generation and shape our future with an innovation-oriented approach.

Energetic Ideas

As OEDAŞ, we launched the “Energy-Filled Ideas Competition” to encourage innovative R&D projects that will shape the future of the electricity distribution sector. Our teammates showed great interest in this competition organized by our R&D department, and a total of 46 employees participated with 62 project ideas. The 10 finalist projects, which were meticulously evaluated by the jury, presented valuable ideas for developing innovative and sustainable solutions in the sector.

4. ACTIVITIES IN 2024

Participation in Capital Increase in 2024

Company Name	Increased Capital (TRY)	Participated Amount of Increase (TRY)	Participated Number of Shares	Share Ratio (%)
ABH Turizm Temsilcilik ve Ticaret A.Ş.	910,000	682,500	682,500	75
Linens Dekorasyon ve Tekstil Ürünleri Paz. A.Ş.	280,000	280,000	280,000	100

Participation in Capital Decrease in 2024
In 2024, there was no capital decrease participated.

Information on Subsidiaries Liquidated in 2024
In 2024, there was no subsidiary liquidated.

Share Purchases in 2024

	Nominal Value of Shares Purchased (TRY)	Number of Shares Purchased	Ratio of Shares Purchased in Capital (%)
ZES Teknik Enerji Tesis. Bakım ve Yenileme A.Ş.	1,000,000	1,000,000	100

Share Sales in 2024

	Nominal Value of Shares Sold (TRY)	Number of Shares Sold	Ratio of Shares Sold in Capital (%)
Vestel Elektronik Sanayi ve Ticaret A.Ş.	9,800,000	9,800,000	2.92
Trakya Bölgesi Doğal Gaz Dağıtım A.Ş.	53,100,000	53,100,000	10

Shares Transferred and Taken Over in 2024
In 2024, there are no shares transferred and taken over.

Administrative or Judicial Sanctions Imposed Against the Company and the Board of Directors Members on Account of Breach of Legislation
There were no administrative or legal sanctions imposed against the Company or Members of the Board on account of breach of legislation during the 2024 fiscal year.

Disclosures on Special and Public Audits Conducted During the Fiscal Year
No special or public audit was conducted in the Company during the 2024 fiscal year.

Compliance/Non-Compliance with General Assembly Resolutions
All resolutions taken at the 2023 Ordinary General Assembly were complied with during the 2024 fiscal period.

ADDITIONAL DISCLOSURES REQUIRED BY LEGISLATION

5. FINANCIAL SITUATION

Determination and Assessment of the Governing Body Regarding Whether the Company’s Capital is Uncovered or Insolvent

The Company has neither suffered capital impairment nor is insolvent within the scope of the calculations performed by taking into account the ratios specified in Article 376 of the Turkish Commercial Code.

Financial Ratios

A. FINANCIAL STATEMENT	December 31, 2023	December 31, 2024
Current Assets/Total Assets	23%	19%
Fixed Assets/Total Assets	77%	81%
Short-Term Liabilities/Total Liabilities	53%	46%
Long-Term Liabilities/Total Liabilities	21%	22%
Equity Capital/Total Liabilities	26%	32%
B. LIQUIDITY RATIOS	December 31, 2023	December 31, 2024
Current Ratio	44%	41%
Liquidity Rate	27%	23%
C. PROFITABILITY RATIOS	January 1, 2023-December 31, 2023	January 1, 2024-December 31, 2024
Gross Profit Margin	20%	18%
EBITDA Margin*	16%	12%

* “Interest income related to the real fair yield adjustment” recognized in operating income and “index difference related to receivables from concessionary service contracts” recognized in monetary gain are also included in the calculation of EBITDA in the consolidated financial statements.

Dividend Distribution Proposal

No contingency reserves will be set aside as the year 2024 has resulted in loss.

6. MANDATORY PARENT COMPANY DISCLOSURES IN CORPORATE GROUPS

Entities included in consolidation	December 31, 2024		December 31, 2023	
	Voting rights (%)	Efficiency rate (%)	Voting rights (%)	Efficiency rate (%)
Zorlu Enerji Elektrik Üretim A.Ş.	50.26	50.26	50.26	50.26
Zorlu Osmangazi Enerji Sanayi ve Ticaret A.Ş.	100.00	50.26	100.00	50.26
Zorlu Yenilenebilir Enerji A.Ş.	100.00	50.26	100.00	50.26
Eway Araç Kiralama Ticaret A.Ş.	100.00	50.26	100.00	50.26
ZGP Pakistan (Private) Ltd.	99.70	50.11	99.70	50.11
Zorlu Enerji Pakistan Ltd.	99.99	50.25	99.99	50.25
Zorlu Enerji İsrail Ltd.	100.00	50.26	100.00	50.26
ZJ Strong Energy for Renewable Energy Limited Co.	75.00	37.70	75.00	37.70
Zador Israel Ltd.	100.00	50.26	100.00	50.26
Zorlu Renewable USA Inc.	100.00	50.26	-	-
Osmangazi Elektrik Perakende Satış A.Ş.	100.00	50.26	100.00	50.26
Osmangazi Elektrik Dağıtım A.Ş.	100.00	50.26	100.00	50.26
Zorlu Doğal Elektrik Üretimi A.Ş.	100.00	50.26	100.00	50.26
Zorlu Jeotermal Enerji Elektrik Üretimi A.Ş.	100.00	50.26	100.00	50.26
Rotor Elektrik Üretim A.Ş.	100.00	50.26	100.00	50.26
Zorlu Elektrik Enerjisi İthalat İhracat ve Toptan Ticaret A.Ş.	100.00	50.26	100.00	50.26
Nemrut Jeotermal Elektrik Üretimi A.Ş.	100.00	50.26	100.00	50.26
Zorlu Renewable Pakistan (Private) Limited	99.70	99.40	99.70	99.40
Zorlu Sun Power (Private) Limited	99.70	99.40	99.70	99.40
Zorlu Industrial Pakistan (Private) Limited	99.99	99.69	99.99	99.69
Zorlu O&M Pakistan Limited	99.99	99.69	99.99	99.69
Zorlu Solar Pakistan Limited	99.70	99.40	99.70	99.40
Rosmiks LLC	100.00	100.00	100.00	100.00
Zorlu O&M Enerji Tesisleri İşletme ve Bakım Hizmetleri A.Ş.	100.00	100.00	100.00	100.00
Zorlu Doğal Gaz İthalat İhracat ve Toptan Ticaret A.Ş.	99.00	99.00	99.00	99.00
Zorlu Enerji Dağıtım A.Ş. ⁽¹⁾	-	-	100.00	50.26
Trakya Bölgesi Doğal Gaz Dağıtım A.Ş. ⁽¹⁾	-	-	100.00	50.26
Gazdaş Gaziantep Doğal Gaz Dağıtım A.Ş. ⁽¹⁾	-	-	90.00	50.11
Zorlu Doğal Gaz Tedarik Ticaret A.Ş. ⁽¹⁾	-	-	100.00	50.26
ZES Teknik Enerji Tesisleri Bakım ve Yenileme A.Ş.	100.00	100.00	-	-
Korteks Mensucat Sanayi ve Ticaret A.Ş.	100.00	100.00	100.00	100.00
Zorluteks Tekstil Ticaret ve Sanayi A.Ş.	100.00	100.00	100.00	100.00
Zorlu Dış Ticaret A.Ş.	100.00	100.00	100.00	100.00
Zorlu SNG	100.00	100.00	100.00	100.00
Zorluteks D.O.O. Skopje	83.00	83.00	83.00	83.00
Zorlu UK Ltd.	100.00	100.00	100.00	100.00

⁽¹⁾ The sale transactions of Zorlu Enerji Dağıtım A.Ş. together with its subsidiaries Trakya Bölgesi Doğal Gaz Dağıtım A.Ş., Gazdaş Gaziantep Doğal Gaz Dağıtım A.Ş. and Zorlu Doğal Gaz Tedarik Ticaret A.Ş. to Gaztrak Enerji A.Ş., a 100% subsidiary of Palmet Enerji A.Ş. were completed as of March 12, 2024.

ADDITIONAL DISCLOSURES REQUIRED BY LEGISLATION

Entities included in consolidation	December 31, 2024		December 31, 2023	
	Voting rights (%)	Efficiency rate (%)	Voting rights (%)	Efficiency rate (%)
Vestel Elektronik Sanayi ve Ticaret A.Ş.	52.77	52.77	55.69	55.69
Vestel Beyaz Eşya Sanayi ve Ticaret A.Ş.	77.33	40.81	77.33	43.06
Vestel Mobilite Sanayi ve Ticaret A.Ş. ⁽¹⁾	100.00	52.77	100.00	55.69
Vestel Ticaret A.Ş.	100.00	52.77	100.00	55.69
Vestel CIS Limited	100.00	52.77	100.00	55.69
Vestel Electronica SRL	100.00	52.77	100.00	55.69
Vestel Holland B.V. Iberia Branch Office	100.00	52.77	100.00	55.69
Vestel France SA	100.00	52.77	100.00	55.69
Vestel Holland BV	100.00	52.77	100.00	55.69
Vestel Holland B.V. Germany Branch Office	100.00	52.77	100.00	55.69
Cabot Communications Limited	90.80	47.92	90.80	50.57
Vestel UK Ltd.	100.00	52.77	100.00	55.69
Vestel Holland B.V. UK Branch Office	100.00	52.77	100.00	55.69
Vestek Elektronik Araştırma ve Geliştirme A.Ş.	100.00	52.77	100.00	55.69
Vestel Trade Ltd.	100.00	52.77	100.00	55.69
Vestel Electronics Shangai Trading Co. Ltd.	100.00	52.77	100.00	55.69
Intertechnika LLC	99.90	52.72	99.90	55.63
Vestel Central Asia LLP	100.00	52.77	100.00	55.69
Vestel Ventures Ar-Ge A.Ş.	100.00	52.77	100.00	55.69
Vestel Holland B.V. Poland Branch Office	100.00	52.77	100.00	55.69
Vestel Electronics Gulf DMC	100.00	52.77	100.00	55.69
Vestel U.S.A.	100.00	52.77	100.00	55.69
Levent Baza Gayrimenkul Yatırım A.Ş.	100.00	52.77	-	-
Vestel Trade India Private Ltd.	100.00	52.77	-	-
Vestel Hong Kong Ltd.	100.00	52.77	-	-
Cylinda AB	100.00	52.77	-	-
Zorlu Yapı Yatırım A.Ş.	100.00	100.00	100.00	100.00
Zorlu Air Havacılık A.Ş.	100.00	100.00	100.00	100.00
Zorlu International Investments Ltd.	99.99	99.99	99.99	99.99
ABH Turizm Temsilcilik ve Ticaret A.Ş.	75.00	75.00	75	75
Zorlu Faktoring A.Ş.	100.00	100.00	100.00	100.00
Meta Nikel Kobalt Madencilik San. ve Tic. A.Ş.	100.00	100.00	100.00	100.00

⁽¹⁾ The title of “Vestel Komünikasyon Sanayi ve Ticaret A.Ş.” has been changed to “Vestel Mobilite Sanayi ve Ticaret A.Ş.” as of April 17, 2024.

Affiliates	December 31, 2024		December 31, 2023	
	Voting rights (%)	Efficiency rate (%)	Voting rights (%)	Efficiency rate (%)
Dorad Energy Ltd.	25.00	12.57	25.00	12.57
Ezotech Electric Ltd. (“Ezotech”) ⁽¹⁾	-	-	42.15	21.11
Solad Energy Ltd. (“Solad”) ⁽¹⁾	-	-	42.15	21.11
Adnit Real Estate Ltd. (“Adnit”) ⁽¹⁾	-	-	42.15	21.11
Lentatek Uzay Havacılık ve Teknoloji A.Ş.	35.00	19.49	35.00	19.49
Aydın Yazılım Elektronik ve Sanayi A.Ş.	21.00	11.69	21.00	11.69
Türkiye’nin Otomobili Girişim Grubu Sanayi ve Ticaret A.Ş.	23.00	12.14	23.00	12.81
Electrip Global Limited	49.99	25.12	49.99	25.12

⁽¹⁾ Pursuant to the material event disclosure dated December 17, 2024, Zorlu Enerji has completed the sale of all of its shares in Ezotech and Solad, each of which Zorlu Enerji has a direct shareholding of 42.15% in the capital, to Edeltech Ltd., the other shareholder of the companies, and all of its shares in Adnit to Edeltech Holdings 2006 Ltd., the other shareholder, for USD 5,405,406.

INDEPENDENT AUDITOR’S REPORT THE ANNUAL REPORT OF THE BOARD OF DIRECTORS



Altnova Mah. Fuar Cad.
Buttim Plaza No: 63 / 1703
16090 Osmangazi / BURSA
T: +90 (0224) 211 42 27
F: +90 (0224) 211 42 49
<http://www.arilar.com.tr/>

REGARDING THE ANNUAL REPORT OF THE BOARD OF DIRECTORS
INDEPENDENT AUDITOR’S REPORT

To the General Assembly of Zorlu Holding A.Ş.

1) Opinion

Since we have audited the full set consolidated financial statements of Zorlu Holding A.Ş. (the “Company”) and its subsidiaries (together will be referred to as the “Group”) for the period January 1, 2024 - December 31, 2024, we have also audited the annual report for this period.

In our opinion, the consolidated financial information included in the annual report of the Board of Directors and the analysis made by the Board of Directors on the Group’s position using the information included in the audited financial statements are consistent, in all material respects, with the audited full set of consolidated financial statements and the information obtained during the independent audit and presented fairly.

2) Basis for Opinion

We conducted our audit in accordance with Standards on Auditing which is a component of the Turkish Auditing Standards published by the Public Oversight Accounting and Auditing Standards Authority (“POA”). Our responsibilities under these standards are described in detail in the Independent Auditor’s Responsibilities for the Independent Audit of the Annual Report section of our report. We declare that we are independent of the Group in accordance with the Code of Ethics for Independent Auditors (“Code of Ethics”) issued by POA and the ethical requirements in the regulations issued by POA that are relevant to our audit. We have fulfilled our other ethical responsibilities in accordance with the Code of Ethics and regulations. We believe that the audit evidence we have obtained during our audit is sufficient and appropriate to provide a basis for our opinion.

3) Our Auditor’s Opinion on the Full Set of Consolidated Financial Statements

We have expressed an unqualified opinion in our auditor’s report dated April 30, 2025 on the full set consolidated financial statements of the Group for the period January 1, 2024 - December 31, 2024.

4) Responsibility of the Board of Directors for the Annual Report

In accordance with Articles 514 and 516 of the Turkish Commercial Code No. 6102 (“TCC”), the Group management is responsible for the following in relation to the annual report:

- a. Preparing the annual report within the first three months following the balance sheet date and presenting it to the general assembly.
- b. Prepares the annual report in a way to reflect the flow of the Group’s activities for the year and the consolidated financial position of the Group in all aspects accurately, completely, straightforwardly, truthfully and honestly. In this report, the financial position is evaluated according to the consolidated financial statements. The report also clearly indicates the development of the Group and the risks that the Group may face. The assessment of the board of directors on these matters is also included in the report.
- c. The annual report also includes the following matters:
 - Significant events that occurred in the Group after the end of the operating year,
 - The Group’s research and development activities,
 - Financial benefits such as salaries, premiums, bonuses, allowances, travel, accommodation and representation expenses, in-kind and cash benefits, insurances and similar guarantees paid to the members of the Board of Directors and senior executives.

While preparing the annual report, the Board of Directors also takes into consideration the secondary legislation regulations made by the Ministry of Trade and related institutions.

5) Responsibility of the Independent Auditor for the Independent Audit of the Annual Report

Our aim is to express an opinion, in accordance with the provisions of the Turkish Commercial Code and the Communiqué, on whether the consolidated financial information included in the annual report and the analysis made by the Board of Directors on the Group’s position using the information included in the audited financial statements are consistent with the audited consolidated financial statements of the Group and the information obtained during the independent audit and presented fairly, and to prepare a report including our opinion.

We conducted our audit in accordance with InAS. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial information in the annual report and the Board of Directors’ discussions about the Group’s position using the information in the audited financial statements are consistent with the consolidated financial statements and the information obtained during the audit, and provide fair presentation.

Arılar Bağımsız Denetim ve YMM A.Ş.
A member of Nexia International



Ahmet G. HIZARCI
Responsible Auditor

Bursa, April 30, 2025

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

CONSOLIDATED FINANCIAL STATEMENTS
AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024
TOGETHER WITH INDEPENDENT AUDITOR’S REPORT

(CONVENIENCE TRANSLATION OF THE REPORT AND
THE CONSOLIDATED FINANCIAL STATEMENTS
ORIGINALLY ISSUED IN TURKISH)



Altınova Mah. Fuar Cad.
Buttim Plaza No: 424-4 / 1703
16250 Osmangazi / BURSA
T: +90 (0224) 211 42 27
F: +90 (0224) 211 42 49
<http://www.arilar.com.tr/>

Independent Auditor’s Report

To the General Assembly of Zorlu Holding A.Ş.

A) Independent Auditors’ Report on the Consolidated Financial Statements

1) Opinion

We have audited the consolidated financial statements of Zorlu Holding A.Ş. (the Company or “Zorlu Holding”) and its subsidiaries (“the Group”), which comprise the consolidated statement of financial position as at 31 December 2024, and the consolidated statement of profit and loss and consolidated statement of other comprehensive income, consolidated statement 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 31 December, 2024 and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Turkish Accounting Standards (TAS).

2) Basis for Opinion

We conducted our audit in accordance with Standards on Auditing issued by the Public Oversight Accounting and Auditing Standards Authority (POA) that are part of the Turkish Auditing Standards. Our responsibilities under those Standards are described in detail in the Independent Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We declare that we are independent of the Group in accordance with the Code of Ethics for Independent Auditors (Code of Ethics) issued by POA and the ethical requirements in the regulations issued by POA that are relevant to our audit of the consolidated financial statements. We have fulfilled our other ethical responsibilities in accordance with the Code of Ethics and regulations. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

3) Key Audit Issues

Key audit issues are the most important issues in the independent audit of the consolidated financial statements for the current period according to our professional judgment. As a whole, key audit issues are dealt within the framework of the independent audit of consolidated the financial statements and our opinion regarding the consolidated financial statements and we do not give a separate opinion on these issues.





Key Audit Issues	How the issue is handled in the audit
Application of TAS 29 ‘Financial Reporting in Hyperinflationary Economies’	
TAS 29, ‘Financial Reporting in Hyperinflationary Economies’ (‘TAS 29’) has been applied in the consolidated financial statements of the Group for the year ended 31 December 2024.	During our audit, we performed the following audit procedures related to the application of TAS 29:;
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 2024 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 31 December 2024. The application of TAS 29 has a significant impact on the consolidated financial statements, both on a widespread and consistent basis. For these reasons, together with the risk that the data used in the application of TAS 29 may not be accurate and complete and the additional audit effort required, we have identified the application of TAS 29 as a key audit matter.	- Understand and evaluate the process and controls for the application of TAS 29 designed and implemented by management, - Checking whether the distinction between monetary and non-monetary items made by management is made in accordance with TAS 29, - Obtaining detailed lists of non-monetary items and testing the original recording dates and amounts using the sample method, - Evaluating the calculation methods used by the management and checking whether they are used consistently in each period, - 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, - Testing the mathematical accuracy of non-monetary items, income statement and cash flow statement restated for the effects of inflation, - Assessing the adequacy of the disclosures in the notes to the consolidated financial statements of the application of TAS 29 in accordance with TFRSs.
Explanations on the application of TAS 29 are disclosed in Note 2.2.	As a result of these studies on the application of TAS 29, we did not have any significant findings.



Revaluation of Tangible Fixed Assets	
As of December 31, 2024, land and buildings, underground and above-ground structures, machinery, facilities, and equipment amounting to TL 226,446,711 thousand constitute a significant portion of the total consolidated assets. In the consolidated financial statements attached hereto, land and buildings, land improvements and machinery, plant, and equipment are presented using the revaluation model. The valuation methods applied contain significant estimates and assumptions. For these reasons, the revaluation of the aforementioned land and buildings, their underground and above-ground structures, machinery, facilities, and equipment is an important issue for our independent audit.	During our audit, we performed the following audit procedures related to the revaluation of land and buildings, land improvements and machinery, plant, and equipment : - Assessment of the qualifications, competence, and impartiality of valuation experts appointed by group management. - In valuation reports, testing the appropriateness of the methods used by valuation experts, - In valuation reports, the values determined by valuation experts for land and buildings, underground and above-ground structures, machinery, facilities, and equipment shall be checked for consistency with the amounts disclosed in note 17.
Explanations on the the revaluation model for land and buildings, land improvements and machinery, plant, and equipment are disclosed in Note 2.11 and 17.	As a result of these studies on the revaluation of tangible fixed assets, we did not have any significant findings.
Recoverability of receivables	
As of 31 December 2024, trade receivables from non-related parties amounting to TL 25,305,887 thousand and other receivables from related parties amounting to TL 1,855,565 thousand constitute a significant part of total assets.	During our audit, the following audit procedures were applied regarding the recoverability of trade receivables from unrelated parties:
On the other hand, provisions for impairment calculated for trade receivables, the guarantees received from customers, past payment performances and creditworthiness information of customers, and maturity analysis of receivables balances are accounted for as a result of estimations made by taking into account. These forecasts used are highly sensitive to expected future market conditions.	- Understanding the process of collection follow-up of the Group’s trade receivables from unrelated parties, evaluating the operational effectiveness of internal controls in the process, - Comparison of the collection turnover rate with the previous year, - Investigating whether any dispute regarding the collection or the litigation process has begun, through negotiations with the management and obtaining information from legal advisers about ongoing receivable proceedings, - Examining the balances of trade receivables from unrelated parties by sending confirmation letters by way of sampling,
For these reasons, the recoverability of such receivables is an important issue for our audit.	As a result of these studies on the recoverability of trade receivables from non-related parties, we have not made any significant findings.



Financial Liabilities	
As of 31.12.2024, the Group has short-term contractual financial liabilities amounting to TL 110,978,220 thousand and long-term contractual financial debts amounting to TL 70,425,832 thousand to financial institutions. It has been handled as a key audit matter as it is material to the Group's financial statements.	During our audit, the following audit procedures regarding financial liabilities were applied: - Loan instructions were obtained for the loans used by the Group in the current period, and they were reconciled with the records, - During the period, controls were made by sampling method for loan interest payments, - It has been evaluated whether the liability is in agreement with the records by calculating interest for loans according to the effective interest method, - The classifications of the loans have been reviewed by making a distinction between short and long term loans. - End of period exchange rate valuations of foreign currency loans were re-evaluated and it was reviewed whether they were in agreement with the records. - Verifications of the loans were provided and it was seen that they were in agreement with the records. As a result of these studies on debts to financial institutions, we have not made any significant findings.

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

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

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

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



5) Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

Our aim is to obtain reasonable assurance about whether the consolidated 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 ISAs are 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 consolidated financial statements.

As part of an independent audit conducted in accordance with ISAs, 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.
- Assess the internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our independent auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.



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

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

Among the matters communicated to those charged with governance, we identify the most important matters in the independent audit of the current period's consolidated financial statements, namely the key audit matters. In cases where the legislation does not allow the disclosure of the matter to the public, or in exceptional cases where the negative consequences of public disclosure are reasonably expected to exceed the public interest arising from the disclosure, we may decide not to disclose the relevant matter in our independent auditor's report.

B) Other Liabilities Arising from Legislation

1) Pursuant to the fourth paragraph of Article 402 of the TCC, no significant matter has come to our attention that causes us to believe that the Group's bookkeeping activities and financial statements for the period January 1 - December 31, 2024 are not in compliance with the code and provisions of the Company's articles of association in relation to financial reporting.

2) Pursuant to Article 402 of the TCC, the Board of Directors provided us with the necessary explanations and submitted the required documents within the scope of audit.

Arılar Bağımsız Denetim ve YMM A.Ş.
A member of Nexia International



Ahmet G. HIZARCI
Partner

Bursa, 30 April 2024

CONTENTS	PAGE
CONSOLIDATED STATEMENT OF FINANCIAL POSITION	208-210
CONSOLIDATED STATEMENT OF PROFIT OR LOSS	211
CONSOLIDATED STATEMENT OF OTHER COMPREHENSIVE INCOME	212
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY	213
CONSOLIDATED STATEMENT OF CASH FLOWS	214-215
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS	216-290
NOTE 1 ORGANISATION AND NATURE OF OPERATIONS	216-220
NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS	220-247
NOTE 3 SEGMENT REPORTING	248-249
NOTE 4 CASH AND CASH EQUIVALENTS	250
NOTE 5 FINANCIAL INVESTMENTS	250-251
NOTE 6 TRADE RECEIVABLES AND PAYABLES	251-252
NOTE 7 OTHER RECEIVABLES AND PAYABLES	252
NOTE 8 INVESTMENT PROPERTIES	253
NOTE 9 FINANCIAL ASSETS UNDER SERVICE CONCESSION ARRANGEMENTS	253
NOTE 10 INVENTORIES	254
NOTE 11 PREPAID EXPENSES	254
NOTE 12 DERIVATIVE FINANCIAL INSTRUMENTS	254-255
NOTE 13 OTHER ASSETS AND LIABILITIES	255-256
NOTE 14 EQUITY ACCOUNTED INVESTEEES	256
NOTE 15 MINING ASSETS	257
NOTE 16 CONTRACT ASSETS	257
NOTE 17 TANGIBLE ASSETS	258-259
NOTE 18 INTANGIBLE ASSETS	260-261
NOTE 19 RIGHT OF USE ASSETS	262-263
NOTE 20 FINANCIAL LIABILITIES	264-267
NOTE 21 PAYABLES FROM FACTORING SECTOR	267
NOTE 22 DEFERRED INCOME	267
NOTE 23 PROVISIONS FOR EMPLOYMENT BENEFITS	268
NOTE 24 EQUITY	269-270
NOTE 25 PROVISIONS, CONTINGENT ASSETS AND LIABILITIES	270-272
NOTE 26 REVENUE	272
NOTE 27 COST OF SALES	272
NOTE 28 NATURE OF OPERATING EXPENSES	273
NOTE 29 OTHER OPERATING INCOME AND EXPENSES	273
NOTE 30 INCOME AND EXPENSES FROM INVESTING ACTIVITIES	274
NOTE 31 NET MONETARY POSITION GAINS AND LOSSES	274
NOTE 32 FINANCIAL INCOME AND EXPENSES	275
NOTE 33 TAX	275-277
NOTE 34 RELATED PARTY TRANSACTIONS	277-281
NOTE 35 EARNINGS/(LOSS) PER SHARE	281
NOTE 36 NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS	281-288
NOTE 37 FEES FOR SERVICES RECEIVED FROM INDEPENDENT AUDITOR/ INDEPENDENT AUDIT FIRM	288
NOTE 38 SUBSEQUENT EVENTS	288-290

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

ASSETS	Notes	Audited 31 December 2024	Audited 31 December 2023
CURRENT ASSETS			
Cash and Cash Equivalents	4	5,294,061	11,679,796
Financial Investments	5	92,399	627,385
Trade Receivables		26,511,128	36,164,922
- Trade Receivables from Related Parties	6,34	1,855,565	3,741,661
- Trade Receivables from Third Parties	6	24,655,563	32,423,261
Other Receivables		2,949,624	4,578,466
- Other Receivables from Related Parties	7,34	502,474	204,199
- Other Receivables from Third Parties	7	2,447,150	4,374,267
Financial Assets Under Service Concession Arrangements	9	2,827,315	2,501,954
Inventories	10	33,162,455	41,405,289
Prepaid Expenses		1,819,757	2,798,530
- Prepaid Expenses to Related Parties	11,34	3,715	3,143
- Prepaid Expenses to Third Parties	11	1,816,042	2,795,387
Assets Related to Current Tax		93,269	22,347
Derivative Financial Instruments	12	554,155	271,383
Other Current Assets		2,569,161	2,329,852
- Other Current Assets from Third Parties	13	2,569,161	2,329,852
Current Assets		75,873,324	102,379,924
Assets Classified As Held for Sale		-	9,563,458
Total Current Assets		75,873,324	111,943,382
NON-CURRENT ASSETS			
Financial Investments	5	18,244,645	57,263,723
Trade Receivables		650,324	556,293
- Trade Receivables from Third Parties	6	650,324	556,293
Other Receivables		8,715,957	10,964,380
- Other Receivables from Related Parties	7,34	8,605,573	10,416,949
- Other Receivables from Third Parties	7	110,384	547,431
Equity Accounted Investees	14	10,982,304	13,820,564
Financial Assets Under Service Concession Arrangements	9	9,426,971	10,666,064
Mining Assets	15	874,396	1,017,560
Contract Assets	16	239,887	434,205
Tangible Assets	17	239,963,059	242,708,511
Investment Properties	8	1,598,625	-
Right of Use Assets	19	3,966,469	3,603,382
Intangible Assets	18	18,984,439	18,415,117
Prepaid Expenses		2,034,182	2,214,529
- Prepaid Expenses to Third Parties	11	2,034,182	2,214,529
Derivative Financial Instruments	12	-	496,168
Deferred Tax Assets	33	7,927,961	8,216,942
Other Non-Current Assets		110,089	269,803
- Other Non-Current Assets from Third Parties	13	110,089	269,803
Total Non-Current Assets		323,719,308	370,647,241
TOTAL ASSETS		399,592,632	482,590,623

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

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

LIABILITIES	Notes	Audited 31 December 2024	Audited 31 December 2023
CURRENT LIABILITIES			
Short Term Borrowings	20	63,366,349	46,500,310
Other Short Term Borrowings		996,781	1,818,741
Short Term Portion of Long Term Borrowings	20	47,611,871	101,680,418
Trade Payables		55,570,956	71,596,511
- Trade Payables to Related Parties	6,34	336,936	403,544
- Trade Payables to Third Parties	6	55,234,020	71,192,967
Payables from Factoring Sector		102,501	303,769
- Other Trade Payables from Factoring Sector	21	102,501	303,769
Payables Related to Employee Benefits		1,877,287	1,409,570
Other Payables		3,624,820	7,463,012
- Other Payables to Related Parties	7,34	1,072,737	4,524,143
- Other Payables to Third Parties	7	2,552,083	2,938,869
Deferred Income		2,804,968	4,495,170
- Deferred Income from Related Parties	22,34	5,149	84
- Deferred Income from Third Parties	22	2,799,819	4,495,086
Derivative Financial Instruments	12	216,008	904,331
Current Income Tax Liabilities		133,144	364,896
Short Term Provisions		4,353,519	4,964,717
- Short Term Provisions for Employee Benefits	25	439,012	527,967
- Other Short Term Provisions	25	3,914,507	4,436,750
Other Current Liabilities		3,439,357	5,129,830
- Other Current Liabilities to Third Parties	13	3,439,357	5,129,830
Current Liabilities		184,097,561	246,631,275
Liabilities Classified As Held for Sale		-	10,124,730
Total Current Liabilities		184,097,561	256,756,005
NON-CURRENT LIABILITIES			
Long Term Borrowings	20	70,425,832	79,043,192
Other Long Term Borrowings		204,992	371,075
Trade Payables		122,747	256,783
- Trade Payables to Third Parties	6	122,747	256,783
Other Payables		-	1,202,443
- Other Payables to Third Parties	7	-	1,202,443
Deferred Income		5,966	16,273
- Deferred Income from Third Parties		5,966	16,273
Long Term Provisions		4,347,330	4,419,404
- Long Term Provisions for Employee Benefits	23,25	3,713,142	3,849,876
- Other Long Term Provisions	25	634,188	569,528
Other Non-Current Liabilities		363	25
- Other Non-Current Liabilities to Third Parties		363	25
Deferred Tax Liabilities	33	13,303,947	14,244,932
Total Non-Current Liabilities		88,411,177	99,554,127
TOTAL LIABILITIES		272,508,738	356,310,132

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

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

EQUITY	Notes	Audited 31 December 2024	Audited 31 December 2023
Equity Attributable to Owners of the Company		61,683,780	73,805,411
Share Capital	24	3,325,000	3,325,000
Adjustment to Share Capital	24	61,432,470	61,432,470
Share Premium		26,083	26,000
Other Comprehensive Income Not to be Reclassified			
In Profit of Loss		51,724,030	48,678,416
- Revaluation and Measurement Losses/(Gains)		51,724,030	48,678,416
Revaluation of Property, Plant and Equipment	24	54,158,420	50,792,020
Actuarial Losses	24	(2,434,390)	(2,113,604)
Other Comprehensive Income to be Reclassified			
In Profit of Loss		37,034,781	57,184,040
Hedge Fund	24	(16,562,862)	(19,343,669)
Foreign Currency Translation Differences	24	53,597,643	76,527,709
Restricted Reserves		635,209	635,209
- Legal Reserves	24	635,209	635,209
Retained Earnings		(101,083,975)	(98,323,635)
Net Period Income		8,590,182	847,911
Non-Controlling Interests		65,400,114	52,475,080
TOTAL EQUITY		127,083,894	126,280,491
TOTAL LIABILITIES AND EQUITY		399,592,632	482,590,623

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

	Notes	Audited 1 January - 31 December 2024	Audited 1 January - 31 December 2023
PROFIT OR LOSS			
Revenue	26	201,017,511	235,650,754
Cost of Sales (-)	27	(165,257,158)	(189,453,734)
GROSS PROFIT		35,760,353	46,197,020
Research and Development Expenses (-)	28	(3,456,186)	(3,725,835)
Marketing and Selling Expenses (-)	28	(22,400,017)	(22,531,031)
General and Administrative Expenses (-)	28	(6,894,079)	(7,786,575)
Other Income from Operating Activities	29	6,503,575	8,518,779
Other Expense from Operating Activities (-)	29	(15,313,919)	(27,685,213)
OPERATING EXPENSE		(5,800,273)	(7,012,855)
Income from Investment Activities	30	6,529,066	11,826,005
Expenses from Investment Activities	30	(553,122)	(1,191,889)
Share of Gain/(Loss) on Equity Accounted Investees	14	(1,452,867)	1,339,331
OPERATING INCOME/(LOSS) BEFORE FINANCING LOSS		(1,277,196)	4,960,592
Net Monetary Position Gains	31	60,196,389	100,070,720
Financing Income	32	13,972,208	17,610,956
Financing Losses (-)	32	(75,125,855)	(127,788,731)
LOSS BEFORE TAX		(2,234,454)	(5,146,463)
Tax Income/(Loss)		1,372,062	3,371,179
- Period Tax Expense		(532,947)	(1,373,396)
- Deferred Tax Income/(Loss)	33	1,905,009	4,744,575
Profit from Discontinued Operations		2,094,623	85,108
INCOME/(LOSS) FOR THE PERIOD		1,232,231	(1,690,176)
Income/(Loss) Attributable to:			
Equity Holders of the Parent		8,590,182	847,911
Non-Controlling Interests		(7,357,951)	(2,538,087)
Income/(Loss) Per Share (TL)			
- Income/(Loss) Per Share	35	0.37	(0.51)

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

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

	Audited 1 January - 31 December 2024	Audited 1 January - 31 December 2023
OTHER COMPREHENSIVE INCOME/(LOSS)		
NET INCOME/(LOSS) FOR THE PERIOD	1,232,231	(1,690,176)
Other Comprehensive Income/(Loss)		
not to be Reclassified to Profit or Loss	11,359,371	(1,536,835)
- Gains/(Losses) on Revaluation of Property, Plant and Equipment	14,375,842	(1,316,476)
- Actuarial Losses	(804,615)	(650,979)
- Taxes related to Other Comprehensive Income/(Loss)		
not to be Reclassified to Profit or Loss	(2,211,856)	430,620
Other Comprehensive Income/(Loss)		
to be Reclassified to Profit or Loss	(22,085,890)	1,711,946
- Hedge Reserves	487,905	80,621
- Foreign Currency Translation Differences	(22,451,819)	1,651,480
- Taxes related to Other Comprehensive Loss to be Reclassified to Profit or Loss	(121,976)	(20,155)
OTHER COMPREHENSIVE INCOME/(LOSS)	(10,726,519)	175,111
TOTAL COMPREHENSIVE LOSS	(9,494,288)	(1,515,065)
Total Comprehensive Income/(Loss) Attributable to		
Equity Holders of the Parent	(8,030,476)	1,013,469
Non-Controlling Interests	(1,463,812)	(2,528,534)

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

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

	Other Comprehensive Income/(Loss) Not to be Reclassified to Profit/(Loss)			Other Comprehensive Income/(Loss) to be Reclassified to Profit/(Loss)			Equity Attributable to Owners of the Company			Non-Controlling Interests		Total Equity
Prior Period	Share Capital	Adjustment to Share Capital	Share Premium	Revaluation of Property, Plant and Equipment	Actuarial Losses	Foreign Currency Translation Differences	Hedge Reserves	Restricted Reserves	Retained Earnings	Net Period Profit/(Loss)		
1 January - 31 December 2023	3,325,000	61,432,470	12,799	61,133,906	(1,998,317)	75,442,708	(28,256,526)	635,209	(94,983,646)	6,882,813	29,755,151	113,381,567
Balance at 1 January 2023	-	-	-	(6,178,382)	-	-	-	-	13,061,195	(6,882,813)	-	-
Transfer to Retained Earnings	-	-	-	-	-	15,603	-	-	(16,227)	-	-	-
Disposal of Subsidiary	-	-	-	-	624	-	-	-	-	-	-	-
Dividend Payment	-	-	-	-	-	-	-	-	-	-	(7,708)	(7,708)
Change in Non-Controlling Interest	-	-	13,201	(3,114,903)	202,669	(779,375)	9,094,500	-	(16,250,566)	-	(10,834,474)	25,256,171
Total Comprehensive Loss	-	-	-	(1,048,601)	(318,580)	1,848,773	(181,643)	-	(134,391)	847,911	1,013,469	(1,515,065)
- Period Income/(Loss)	-	-	-	-	-	-	-	-	-	847,911	(2,538,087)	(1,690,176)
- Other Comprehensive Income	-	-	-	(1,048,601)	(318,580)	1,848,773	(181,643)	-	(134,391)	-	165,558	9,553
Balance at 31 December 2023	3,325,000	61,432,470	26,000	50,792,020	(2,113,604)	76,527,709	(19,343,669)	635,209	(98,323,635)	847,911	52,475,080	126,280,491
Current Period												
1 January - 31 December 2024	3,325,000	61,432,470	26,000	50,792,020	(2,113,604)	76,527,709	(19,343,669)	635,209	(98,323,635)	847,911	52,475,080	126,280,491
Balance at 1 January 2024	-	-	-	(4,835,728)	-	-	-	-	5,683,639	(847,911)	-	-
Transfer to Retained Earnings	-	-	-	-	57,190	-	-	-	43,216	-	(100,406)	-
Disposal of Subsidiary	-	-	-	-	-	-	-	-	-	-	-	-
Dividend Payment	-	-	-	-	-	-	-	-	-	-	(6,655)	(6,655)
Change in Non-Controlling Interest	-	-	83	(301,849)	62,066	(833,788)	5,310,680	-	(8,428,753)	-	(4,191,561)	14,495,907
Total Comprehensive Loss	-	-	-	8,503,977	(440,042)	(22,096,278)	(2,529,873)	-	(58,442)	8,590,182	(1,463,812)	(9,494,288)
- Period Income/(Loss)	-	-	-	-	-	-	-	-	-	8,590,182	(7,357,951)	1,232,231
- Other Comprehensive Loss	-	-	-	8,503,977	(440,042)	(22,096,278)	(2,529,873)	-	(58,442)	-	(16,620,658)	(10,726,519)
Balance at 31 December 2024	3,325,000	61,432,470	26,083	54,158,420	(2,434,390)	53,597,643	(16,562,862)	635,209	(101,083,975)	8,590,182	65,400,114	127,083,894

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

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

	Notes	Audited 1 January - 31 December 2024	Audited 1 January - 31 December 2023
CASH FLOWS FROM OPERATING ACTIVITIES		(14,068,397)	16,136,807
Net Income/(Loss) for the Period		1,232,231	(1,690,176)
- Net Income/(Loss) for the Period from Continuing Operations		(862,392)	(1,775,284)
- Net Income for the Period from Discontinued Operations		2,094,623	85,108
Adjustments related to period net income/(loss) reconciliation		(11,412,353)	13,696,797
Adjustments Related to Depreciation and Amortization	27,28,29	17,028,553	19,367,129
Adjustments Related to Impairment (Reversal)		402,732	234,754
- Adjustments Related to Impairment (Reversal) of Inventories		36,036	98,074
- Adjustments Related to Impairment (Reversal) of Receivables		366,696	136,680
Adjustments Related to Provisions		(79,007)	1,523,440
- Adjustments for Provisions Related with Employee Benefits	23	467,531	714,759
- Adjustments for Other Provisions		(546,538)	808,681
Adjustments Related to Interest (Income) and Expense		32,340,565	28,465,091
- Adjustments Related to Interest (Income)	29, 32	(7,036,306)	(4,773,893)
- Adjustments Related to Interest Expense	29, 32	39,376,871	33,238,984
Adjustments Related to Deferred Interest (Income) and Expense		(20,129)	67,732
- Adjustments Related to Deferred Interest (Income)		242,080	114,542
- Adjustments Related to Deferred Interest Expense		(262,209)	(46,810)
Adjustments Related to Unrealized Foreign Exchange Losses		21,401,575	82,516,941
Adjustments related to fair value gains / (losses)		2,386,529	2,650,261
- Adjustments related to fair value losses (gains)			
of derivative financial instruments		2,386,529	2,650,261
Adjustments related to share of profit of equity accounted investees		1,452,867	(1,339,331)
- Adjustments related to share of affiliates	14	1,452,867	(1,339,331)
Adjustments Related to Tax (Income) Expense		(1,372,062)	(3,371,179)
Adjustments Related to Gains/(Losses) from Disposals of Fixed Assets		(199,260)	421,846
- Adjustments Related to Income from Disposal of Tangible Assets	30	(199,260)	421,846
Adjustments Related to Monetary Gains (Losses)		(80,312,502)	(112,764,641)
Adjustments related to gains from disposals of subsidiaries or joint operations			
Other adjustment related to profit (loss) reconciliation		382,533	176,206
Changes in Working Capital		(2,650,291)	7,875,671
Adjustments for Decrease (Increase) in Trade Receivables		9,268,813	4,480,264
- Decrease/(Increase) in Trade Receivables from Related Parties		1,886,096	(1,291,868)
- Decrease in Trade Receivables from Third Parties		7,382,717	5,772,132
Adjustments for Decrease (Increase) in Other Receivables Related with Operations		2,364,164	169,755
- Decrease in Other Receivables from Third Parties		2,364,164	169,755
Decrease in financial assets service concession arrangements		913,732	1,078,204
Decrease in assets arising from customer contracts		194,318	(418,233)
Adjustments for Decrease (Increase) in Prepaid Expenses		1,159,120	(1,235,202)
Adjustments for Decrease (Increase) in Inventories		8,318,042	2,874,134
Adjustments for Increase (Decrease) in Trade Payables		(20,004,539)	4,894,293
- Increase (Decrease) in Trade Payables to Related Parties		(66,608)	90,538
- Increase (Decrease) in Trade Payables to Third Parties		(19,937,931)	4,803,755
Adjustments for Increase (Decrease) in Other Payables to Third Parties Related to Operations		(1,790,497)	(892,669)
- Decrease in Other Payables to Third Parties Related to Operations		(1,790,497)	(892,669)
Adjustments for Other Increase (Decrease) in Working Capital		(1,372,935)	1,014,426
- Increase in Other Assets Related to Operations		(150,517)	(650,756)
- Increase (Decrease) in Other Liabilities Related to Operations		(1,222,418)	1,665,182
Adjustments for Decrease in Deferred Income		(1,700,509)	(4,089,301)

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

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

	Notes	Audited 1 January - 31 December 2024	Audited 1 January - 31 December 2023
Net Cash Generated from Operating Activities		(12,830,413)	19,882,292
Payments for Employee Benefits	23	(863,064)	(1,345,173)
Tax Payments		(374,920)	(2,400,312)
CASH FLOWS FROM INVESTING ACTIVITIES		46,998,882	14,147,904
Cash inflows related to sales resulting in loss of control of subsidiaries		4,206,285	3,054,864
Cash outflows related to capital advance payments of subsidiaries and/or joint ventures		-	(1,974,778)
Cash outflows related to purchases for acquisition of control of subsidiaries		(438,668)	-
Proceeds from Sales of Tangible and Intangible Assets		901,101	938,468
- Proceeds from Sale of Tangible Assets		868,114	928,601
- Proceeds from Sale of Intangible Assets		32,987	9,867
Repayments for Purchase of Tangible and Intangible Assets		(8,904,623)	(10,929,068)
- Repayments for Tangible Assets	17	(6,925,910)	(8,327,570)
- Repayments for Purchase of Intangible Assets	18	(1,978,713)	(2,601,498)
Cash Inflows from Sale of Mining Assets		9,363	-
Cash Outflows from Purchase of Mining Assets	15	(18,379)	(51,885)
Transactions with Non-Controlling Interests		10,304,346	14,966,885
Increase in Financial Assets		40,939,457	8,263,424
Other Cash Inflows/(Outflows)		-	(120,006)
CASH FLOWS FROM FINANCING ACTIVITIES		(24,633,891)	(36,506,630)
Proceeds from Borrowings	20	158,867,480	104,015,938
- Proceeds from Bank Loans		87,765,262	86,367,896
- Proceeds from Issued Debt Instruments		71,102,218	17,648,042
Repayments of Borrowings	20	(153,626,974)	(119,477,757)
- Repayments of Bank Loans		(131,650,266)	(110,571,449)
- Repayments of Issued Debt Instruments		(21,976,708)	(8,906,308)
Cash Inflows/(Outflows) from Other Financial Liabilities		(914,337)	1,735,159
Decrease in Other Payables to Related Parties		4,597,165	4,157,970
Increase/(Decrease) in Other Payables to Related Parties,net		(4,742,583)	(2,637,370)
Payments of Lease Liabilities	20	(1,251,892)	(1,152,960)
Interest Paid	20	(29,071,514)	(23,021,452)
Interest Received		3,952,242	2,161,271
Cash Inflows (Outflows) from Derivative Instruments		(2,373,552)	(2,386,633)
Dividend Payment to Non-Controlling Interests		(6,655)	(7,708)
Other Cash Inflows/(Outflows)	4	(63,271)	106,912
NET DECREASE IN CASH AND CASH EQUIVALENTS BEFORE EFFECT OF EXCHANGE RATE CHANGES		8,296,594	(6,221,919)
Effect of exchange rate changes on cash and cash equivalents		(14,745,600)	1,727,970
NET DECREASE IN CASH AND CASH EQUIVALENTS		(6,449,006)	(4,493,949)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD		11,634,165	16,128,114
CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD	4	5,185,159	11,634,165

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

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 1 - ORGANISATION AND NATURE OF OPERATIONS

Zorlu Holding A.Ş. (“the Company” or “Zorlu Holding”) was established in 1990 to support and organize activities of Zorlu Group companies in the textile, energy, real estate, white goods and electronics sectors by providing centralized services in finance, accounting, budget, internal audit, human resources and corporate communications.

The registered address of the Company is Levent 199, Büyükdere Caddesi No: 199, Şişli, İstanbul, Turkey. The Group is under the control of Zorlu Family.

As at 31 December 2024 and 2023, the number of personnel employed by the Group is as follows:

	2024	2023
White goods and electronics	19,509	19,304
Textile	4,131	4,340
Energy	2,198	2,691
Holding	346	381
Other	990	1,380
	27,174	28,096

As of 31 December 2024, Zorlu Holding and its subsidiaries (“the Group”) consists of Zorlu Holding and its subsidiaries listed below. The Group mainly operates in four different sectors and details are as follows:

1.1 Energy Group

The purpose of the investment in this sector is to meet the electricity requirements of Zorlu Group facilities and other industrial companies that are members of the autoproducer group.

As of 31 December 2024, information regarding direct and indirect subsidiaries included in the Energy Group (“Zorlu Enerji, its subsidiaries and associates”) is as follows:

Zorlu Enerji and Direct Subsidiaries	Core Business	Country
Zorlu Enerji Elektrik Üretim A.Ş. (“Zorlu Enerji”)	Electricity and steam generation and trading	Turkey
Zorlu Osmangazi Enerji Sanayi ve Ticaret A.Ş. (“Zorlu Osmangazi”)	Distribution of electric energy and other	Turkey
Zorlu Yenilenebilir Enerji A.Ş. (“Zorlu Yenilenebilir”) ⁽¹⁾	Electric power generation and other	Turkey
Eway Araç Kiralama Ticaret A.Ş. (“Eway”)	Vehicle rental, leasing and other	Turkey
ZGP Pakistan (Private) Ltd. (“ZGP Pakistan”)	Electric power generation and other	Pakistan
Zorlu Enerji Pakistan Ltd. (“Zorlu Enerji Pakistan”)	Electric power generation and other	Pakistan
Zorlu Enerji İsrail Ltd. (“Zorlu Enerji İsrail”)	Electric power generation and other	Israel
ZJ Strong Energy for Renewable Energy Limited Co. (“ZJ Strong”)	Electric power generation and other	Palestine
Zador Israel Ltd. (“Zador”)	Electric power generation and other	Israel
Zorlu Renewable USA Inc. (“Zorlu Renewable USA”)	Electric power generation and other	USA

⁽¹⁾ The application to the CMB regarding the public offering of some shares of Zorlu Yenilenebilir has been postponed due to the fact that it would cause a significant change in consolidated financial statement items of Zorlu Yenilenebilir due to the closure of the existing financial debts of Zorlu Yenilenebilir and its subsidiaries by providing sustainable financing from foreign sources amounting to USD 1.1 billion by Zorlu Enerji in line with the strategic goals of Zorlu Energy Group.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 1 - ORGANISATION AND NATURE OF OPERATIONS (Continued)

1.1 Energy Group (Continued)

Indirect Subsidiaries of Zorlu Enerji	Core Business	Country
Osmangazi Elektrik Perakende Satış A.Ş. (“OEPSAŞ”)	Retail electricity sales	Turkey
Osmangazi Elektrik Dağıtım A.Ş. (“OEDAŞ”)	Electricity distribution	Turkey
Zorlu Doğal Elektrik Üretimi A.Ş. (“Zorlu Doğal”)	Electric power generation and other	Turkey
Zorlu Jeotermal Enerji Elektrik Üretimi A.Ş. (“Zorlu Jeotermal”)	Electric power generation and other	Turkey
Rotor Elektrik Üretim A.Ş. (“Rotor”) ⁽¹⁾	Electric power generation and other	Turkey
Zorlu Elektrik Enerjisi İthalat İhracat ve Toptan Ticaret A.Ş. (“Zorlu Elektrik”)	Wholesale purchase and sale of electrical energy and/or capacity and other	Turkey
Nemrut Jeotermal Elektrik Üretimi A.Ş. (“Nemrut Jeotermal”)	Electric power generation and other	Turkey
Zorlu Renewable Pakistan (Private) Limited (“Zorlu Renewable Pakistan”)	Electric power generation and other	Pakistan
Zorlu Sun Power (Private) Limited (“Zorlu Sun Power Pakistan”)	Electric power generation and other	Pakistan
Zorlu Industrial Pakistan (Private) Limited (“Zorlu Industrial Pakistan”)	Engineering and consultancy activities for energy projects and other	Pakistan
Zorlu O&M Pakistan Limited (“Zorlu O&M Pakistan”)	Operation and maintenance activities for energy projects and other	Pakistan
Zorlu Solar Pakistan Limited (“Zorlu Solar Pakistan”)	Charging station maintenance, repair, installation, sale and other	Pakistan

⁽¹⁾ Rotor merged with Zorlu Yenilenebilir as a whole with all its assets and liabilities by applying the “Simplified Merger” method. The merger transaction was registered with the Istanbul Trade Registry on 25 February 2025. As a result of the merger, Rotor was dissolved.

Direct Associates of Zorlu Enerji	Core Business	Country
Electrip Global Limited	Charging station maintenance, repair, installation, sales and other	United Kingdom, Jersey
Dorad Energy Ltd. (“Dorad”) ⁽¹⁾	Electric power generation and other	Israel

⁽¹⁾ Pursuant to the material event disclosure dated 6 March 2025, it has been decided to sign a Share Purchase Agreement between Zorlu Enerji and Phoenix Group based in Israel for the sale of all shares corresponding to 25% of Dorad’s capital. The planned share transfer is subject to the approval of Dorad’s Board of Directors and Zorlu Enerji will no longer have a share in Dorad’s capital upon completion of the sale transaction, which will be realized through contractual price adjustments upon obtaining the necessary legal permissions and fulfillment of contractual conditions. Pursuant to the Shareholders’ Agreement between the current shareholders of Dorad, 15% of Zorlu Enerji’s 25% share will be held by other shareholders. If the pre-emption right is not exercised, all Zorlu Enerji shares will be transferred to Phoenix Group under the same conditions.

Other Energy Group Companies	Core Business	Country
Rosmiks LLC	Electricity generation	Russia
Zorlu O&M Enerji Tesisleri İşletme ve Bakım Hizmetleri A.Ş. (“Zorlu O&M”)	Energy facility maintenance services	Turkey
Zorlu Doğal Gaz İthalat İhracat ve Toptan Ticaret A.Ş. (“Zorlu Doğal Gaz İthalat”)	Purchase and sale of natural gas	Turkey
ZES Teknik Enerji Tesisleri Bakım ve Yenileme A.Ş. (“ZES Teknik”)	Maintenance and repair of engines and turbines	Turkey

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 1 - ORGANISATION AND NATURE OF OPERATIONS (Continued)

1.2 White Goods and Electronics Group

Vestel Elektronik Sanayi ve Ticaret A.Ş. and its subsidiaries are mainly engaged in the production and trade of brown and white goods. Vestel Beyaz Eşya Sanayi ve Ticaret A.Ş. manufactures and sells refrigerators, air conditioners, washing machines, cooking appliances, dishwashers, thermosyphons and tumble dryers.

As at 31 December 2024, nature of operations and countries of operation of subsidiaries included in the White Goods and Electronics Group are as follows:

Company and Direct Subsidiaries	Core Business	Country
Vestel Elektronik Sanayi ve Ticaret A.Ş.	Production	Turkey
Vestel Beyaz Eşya Sanayi ve Ticaret A.Ş.	Production	Turkey
Vestel Mobilite Sanayi ve Ticaret A.Ş.	Production	Turkey
Vestel Ticaret A.Ş.	Sales	Turkey
Vestel CIS Limited	Sales	Russia
Vestel Electronica SRL	Sales	Romania
Vestel Holland B.V. Iberia Branch Office	Sales	Spain
Vestel France SA	Sales	France
Vestel Holland BV	Sales	Holland
Vestel Holland B.V. Germany Branch Office	Sales	Germany
Cabot Communications Limited	Software	United Kingdom
Vestel UK Ltd.	Sales	United Kingdom
Vestel Holland B.V. UK Branch Office	Sales	United Kingdom
Vestek Elektronik Araştırma ve Geliştirme A.Ş.	Software	Turkey
Vestel Trade Ltd.	Sales	Russia
Vestel Electronics Shangai Trading Co. Ltd.	Service	China
Intertechnika LLC	Service	Russia
Vestel Central Asia LLP	Sales	Kazakhstan
Vestel Ventures Ar-ge A.Ş.	Service	Turkey
Vestel Holland B.V. Poland Branch Office	Sales	Poland
Vesletl Electronics Gulf DMC	Sales	United Arab Emirates
Vestel U.S.A.	Sales	USA
Levent Baza Gayrimenkul Yatırım A.Ş. ^(*)	Real Estate	Turkey
Vestel Trade India Private Ltd.	Sales	India
Vestel Hong Kong Ltd.	Sales	China
Cylinda AB ^(**)	Sales	Sweden

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 1 - ORGANISATION AND NATURE OF OPERATIONS (Continued)

1.2 White Goods and Electronics Group (Continued)

^(*) As of 4 December 2024, Zorlu Gayrimenkul Geliştirme ve Yatırım A.Ş. has decided to purchase all of shares representing the capital of Levent Baza Gayrimenkul Yatırım A.Ş. owned by Zorlu Gayrimenkul Geliştirme ve Yatırım A.Ş. for a total cash consideration of TL 502,464, of which TL 192,100 will be paid in cash by Vestel Ticaret A.Ş. and TL 310,364 will be paid by Zorlu Holding A.Ş., which is a creditor of Vestel Ticaret A.Ş., against the related receivable.

^(**) As of May 31, 2024, it has been decided to acquire all of Elektroskandia Sverige AB’s shares in Cylinda AB and a total of 25. 000 shares with a nominal value of SEK 1 each, representing SEK 25,000 (SEK 25,000) of Cylinda AB’s share capital of Cylinda AB, for a total consideration of SEK 69,464,282 (EUR 6.08 million) paid in cash and in advance by Vestel Holland B.V. and the share transfer transactions were completed on 4 June 2024.

Direct Subsidiaries	Core Business	Country
Lentatek Uzay Havacılık ve Teknoloji A.Ş. (“Lentatek”)	Production/Sales	Turkey
Aydın Yazılım Elektronik ve Sanayi A.Ş. (“Aydın Yazılım”)	Software	Turkey
Meta Nikel Kobalt Madencilik San. ve Tic. A.Ş. (“Meta Nikel”)	Mining	Turkey
Türkiye’nin Otomobili Girişim Grubu Sanayi ve Ticaret A.Ş. (“TOGG”)	Automotive	Turkey

1.3 Textile Group

The Textile Group’s principal activities are production and marketing of yarn and home textile products (curtains, bedspreads, duvet cover sets and their varieties). Curtains and bed linen are sold in Linens stores under TAÇ and Linens brands.

As of 31 December 2024, nature of operations and countries of operation of subsidiaries included in the Textile Group are as follows:

Company and Direct Subsidiaries	Core Business	Country
Korteks Mensucat Sanayi ve Ticaret A.Ş. (“Korteks”)	Production of textile products	Turkey
Zorluteks Tekstil Ticaret ve Sanayi A.Ş. (“Zorluteks”)	Production and marketing of textile products	Turkey
Zorlu Dış Ticaret A.Ş. (“Zorlu Dış Ticaret”)	Marketing of textile products	Turkey
Zorlu SNG	Marketing of textile products	Russia
Zorluteks D.O.O. Skopje (“Zorluteks D.O.O.”)	Marketing of textile products	Macedonia
Zorlu UK Ltd. (“Zorlu UK”)	Marketing of textile products	United Kingdom

1.4 Real Estate Group

Company	Core Business	Country
Zorlu Yapı Yatırım A.Ş.	Real Estate	Turkey

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 1 - ORGANISATION AND NATURE OF OPERATIONS (Continued)

1.5 Other Activities

Company	Core Business	Country
Zorlu Air Havacılık A.Ş. (“Zorlu Air”)	Aviation	Turkey
Zorlu International Investments Ltd. (“Zorlu Investment”)	Investment	Malta
ABH Turizm Temsilcilik ve Ticaret A.Ş. (“ABH”)	Tourism	Turkey
Zorlu Faktoring A.Ş. (“Zorlu Faktoring”)	Factoring	Turkey
Meta Nikel	Mining	Turkey

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS

2.1 Basic Principles of Presentation

Consolidated financial statements of the Group have been prepared in accordance with the Turkish Accounting Standards/Turkish Financial Reporting Standards (“TAS/TFRS”) and related appendices and interpretations issued by the Public Oversight Accounting and Auditing Standards Authority (“POA”).

The Company and its subsidiaries maintain their books of account and prepare their statutory financial statements in accordance with the Turkish Commercial Code (“TCC”), tax legislation and Uniform Chart of Accounts issued by the Ministry of Finance. Consolidated financial statements are prepared in Turkish Lira under the historical cost convention, except for the financial assets and liabilities which are carried at fair value. The consolidated financial statements are based on statutory records, which are maintained under historical cost convention, with adjustments and reclassifications for the purpose of fair presentation in accordance with TAS/ TFRS.

Accompanying consolidated financial statements of the Group have been prepared in accordance with the “Announcement on TFRS Taxonomy” published by POA on 3 July 2024.

Financial Reporting in High Inflation Economies

As announced by the Public Oversight Accounting and Auditing Standards Authority (POA) on 23 November 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 or after 31 December 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.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.1 Basic Principles of Presentation (Continued)

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 at 31 December 2023 on the basis of the purchasing power as at 31 December 2024.

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 (“TSI”). As at 31 December 2024, indices and adjustment factors used in the restatement of the consolidated financial statements are as follows:

Date	CPI index	Correction factor	3 year compound inflation rate (%)
31 December 2024	2,684.55	1.00000	291
31 December 2023	1,859.38	1.44379	268
31 December 2022	1,128.45	2.37897	156

Main components of the Group’s restatement for financial reporting purposes in hyperinflationary economies are as follows:

- Consolidated financial statements for the current period presented in TL are expressed in terms of the purchasing power at the balance sheet date and amounts for previous reporting periods are restated by adjusting amounts to reflect the purchasing power at the end of the reporting period.
- Monetary assets and liabilities are not restated as they are currently expressed in terms of the measuring unit current at the balance sheet date. Where restated amounts of non-monetary items exceed their recoverable amount or net realizable value, provisions of TAS 36 Impairment of Assets and TAS 2 Inventories have been applied, respectively.
- Non-monetary assets, liabilities and equity items that are not expressed in terms of the current purchasing power at the balance sheet date are restated by using relevant adjustment factors.
- All items in the statement of comprehensive income, except for the non-monetary items in the balance sheet that have an effect on the statement of comprehensive income, have been restated by applying coefficients calculated over periods in which income and expense accounts were initially recognized in financial statements.
- The effect of inflation on the Group’s net monetary asset position in the current period is recognized in the consolidated income statement in net monetary position gains/(losses) account.

2.2 Going Concern

The Group has prepared its consolidated financial statements on a going concern basis.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.3 Functional and Presentation Currency

Consolidated financial statements are presented in TL, which is the functional and presentation currency of the Group.

2.4 Amendments to Turkish Financial Reporting Standards

a) Amendments published as at 31 December 2024 but not yet effective and not early adopted

Standards, interpretations and amendments to existing standards that are issued but not yet effective up to the reporting date and earlier application is permitted but not early adopted by the Group are as follows:

- Elimination of fungibility - Amendments to TAS 21 effects of changes in foreign exchange rates.

The Group is in the process of assessing the potential impact of the application of amendments on its consolidated financial statements.

b) New standards, amendments and interpretations that are issued by the International Accounting Standards Board (“IASB”) but not yet issued by the Public Oversight Accounting and Auditing Standards Authority (“POA”)

- TFRS 18 - Presentation and disclosures in financial statements,
- Amendments to classification and measurement of financial instruments - TFRS 9 Financial instruments and TFRS 7 Financial instruments: Changes in disclosures,
- TFRS 19 Subsidiaries that are not publicly accountable: Disclosures,
- Annual improvements to TFRSs: Amendment 11.

The Group is in the process of assessing the potential impact of the application of amendments on its consolidated financial statements.

c) Amendments entered into force and started to be applied as at 31 December 2024:

Effective for annual periods beginning on or after 1 January 2024, amendments are as follows:

- Classification of liabilities as current or non-current (Amendments to TAS 1),
- Lease liability in sale and leaseback transactions - Amendments to TFRS 16 Leases,
- Amendments to TAS 7 Statement of cash flows and TFRS 7 Financial instruments: Disclosures - Supplier financing arrangements,
- International tax reform - Second pillar model rules - TAS 12 amendments.

These newly adopted amendments did not have a significant impact on the Group’s consolidated financial statements.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.5 Comparative Information and Restatement of Prior Period Financial Statements

In order to enable the determination of the financial position and performance trends, the Group’s current period consolidated financial statements are prepared comparatively with the prior period. In order to maintain consistency with the presentation of the current period consolidated financial statements, comparative information is reclassified and significant differences are explained if necessary. As at 31 December 2023, following reclassifications have been taken into consideration in the consolidated statement of financial position and statement of profit or loss:

- Adjustment amounting to TL 1,084,823 has been made between equity accounted investees and net profit for the period.
- Operating expenses and other operating income amounting to TL 193,858 have been netted off in the consolidated statement of profit or loss.
- In the consolidated statement of profit or loss, financial income amounting to TL 5,069,639 has been netted off with expenses from investing activities amounting to TL 311,514 and reclassified to income from investing activities amounting to TL 4,758,125.
- In the consolidated statement of profit or loss, other operating expenses amounting to TL 59,998 has been reclassified to finance expenses.

2.6 Changes in Accounting Policies and Estimates and Errors

Changes in accounting policies resulting from the first-time adoption of a new standard are applied retrospectively or prospectively in accordance with the transition requirements, if any. Changes that do not include any transitional provisions, significant optional changes in accounting policies or identified accounting errors are applied retrospectively and prior period financial statements are restated. If the changes in accounting estimates are for only one period, they are applied in the period in which the change is made and if they are for future periods, they are applied both in the period in which the change is made and prospectively.

2.7 Significant Accounting Judgments, Estimates and Assumptions

The preparation of financial statements requires management to make estimates and assumptions that affect reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results may differ from the estimates. Estimates are reviewed regularly, adjusted if necessary, and are reflected in the income statement in the period in which they are realized. Interpretations that may have a significant effect on amounts reflected in the financial statements and assumptions and evaluations made by taking into account the main sources of estimates that exist at the balance sheet date or that may be realized in the future:

- When provisions for lawsuits are recognized, the probability of losing related lawsuits and consequences that will be incurred if the lawsuits are lost are evaluated in line with the opinions of the Group’s legal advisors and the Group Management makes its best estimates using the available data and allocates the provision deemed necessary.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.7 Significant Accounting Judgments, Estimates and Assumptions (Continued)

- Property, plant and equipment and intangible assets (except for land improvements, buildings, machinery and equipment) are carried at cost less accumulated depreciation and impairment losses, if any. Depreciation is provided on a straight-line basis over the useful lives of property, plant and equipment. Useful lives are based on management’s best estimates, reviewed at each balance sheet date and adjusted if necessary.
- The fair value of forward foreign exchange contracts is determined by comparing the original forward rate to the forward rate prevailing at the reporting date, calculated by reference to market interest rates prevailing for the remainder of the contract for the relevant currency.
- The allowance for doubtful receivables reflects the amounts that the Group management believes will cover future losses on receivables that exist as at the balance sheet date but that have a risk of not being collected under current economic conditions. In assessing whether receivables are impaired, the past performance of debtors other than related parties and key customers, their creditworthiness in the market, their performance from the balance sheet date to the date of approval of the financial statements and the renegotiated terms are also taken into consideration. In addition to collaterals obtained as at the balance sheet date, collaterals obtained during the period until the approval date of financial statements are also taken into consideration when determining the provision amount.
- Inventories are physically inspected for impairment, their usability is determined in line with opinions of technical personnel and a provision is recognized for items that are estimated to be unusable. In determining the net realizable value of inventories, data on list sales prices and average discount rates given during the year are used and estimates are made regarding sales expenses to be incurred. As a result of these studies, a provision is recognized for inventories with a net realizable value below cost (Note 10).

2.8 Netting/Offsetting

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset recognized amounts and there is an intention to settle on a net basis, or realize the asset and settle the liability simultaneously.

2.9 Basis of Consolidation

Consolidated financial statements include accounts of the parent company and its subsidiaries from the commencement of control until the end of control. Financial statements of companies included in the scope of consolidation have been prepared as at the date of consolidated financial statements and are prepared in accordance with TFRS and accounting policies adopted by the Group.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.9 Basis of Consolidation (Continued)

a) Subsidiaries

The Group has power over an entity when it has existing rights that give it the ability to direct the relevant activities of that entity, that is, activities that significantly affect the entity’s returns. On the other hand, the Group controls an entity when it is exposed to, or has rights to, variable returns and has the ability to affect those returns through its power over the investee.

Accounting policies of subsidiaries have been changed where necessary to be consistent with the accounting policies adopted by the Group.

Balance sheets and statements of income of companies included in consolidation are consolidated on a line-by-line basis and all significant debit/credit balances and purchase/sale transactions between them are eliminated. Amounts of associates and equity interests of the companies in which associates participate are eliminated and only the share capital and other equity accounts of Zorlu Holding and equity interests of minority shareholders, which are presented separately, are reflected in consolidated financial statements.

The non-controlling interests' share in net assets and comprehensive income or loss of the subsidiary are separately classified as “non-controlling interests” in the consolidated statement of comprehensive income and consolidated statement of changes in equity.

Companies included in the consolidation and Zorlu Holding’s shareholding percentages as at balance sheet dates are as follows:

Subsidiaries in which the Group has more than 50% of voting rights, both direct and indirect, but which are immaterial for consolidated financial statements are carried at cost less provision for impairment, if any, and are classified as financial investments in consolidated financial statements.

Disposal of subsidiaries

When the Group loses control of a subsidiary, the Group’s interest in the subsidiary is measured at fair value at the date control is lost and the carrying amount is measured at the fair value of the investment at the date control is lost. The difference between fair value and fair value is recognized in profit or loss. Fair value is the initial purchase price for the purpose of subsequent accounting for interests in joint ventures and financial assets. In addition, amounts previously recognized in other comprehensive income in respect of that entity are accounted for as if the related assets or liabilities had been disposed of by the Group. This may mean that amounts previously recognized as other comprehensive income should be reclassified to profit and loss.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.9 Basis of Consolidation (Continued)

Disposal of subsidiaries (Continued)

Within the framework of the adjustment criteria in the Share Purchase Agreement, by making adjustments according to financial and commercial liabilities at the closing date, by deducting financial and commercial liabilities amounting to TL 2,806,343 from the sales price and by paying the remaining TL 3,568,987 TL was paid in cash and in advance by the buyer, the sale of all shares of Zorlu Enerji Dağıtım A.Ş., a 100% subsidiary of Zorlu Enerji, to Gaztrak Enerji A.Ş., a 100% subsidiary of Palmet Enerji A.Ş., for a total consideration of USD 200,000,000 equivalent to TL 6,375,330 and share transfer transactions were completed on 12 March 2024.

Assets and liabilities of shares of Zorlu Enerji Dağıtım, which was sold at a rate of 100%, and the net assets at 29 February 2024, the date of the transaction, are as follows (expressed in the equivalent purchasing power at 31 December 2024):

	29 February 2024
Current assets	3,326,967
Non-current assets	6,038,882
Total assets	9,365,849
Short-term liabilities	(7,776,013)
Long-term liabilities	(1,605,919)
Total liabilities	(9,381,932)
Net assets	(16,083)
Ratio of shares sold	100%
Net assets disposed	(16,083)
Net cash inflow from sales	4,619,911
As at 31 December 2024, subsidiary sales profit (Note 30)	4,635,994

b) Investments in associates

Investments in associates are initially recognized at cost and subsequently accounted for using the equity method. These are entities in which the Group generally has between 20% and 50% of the voting rights or over which the Group has significant influence, but not control, over the entity’s activities. Unrealized gains on transactions between the Group and its associates are eliminated to the extent of the Group’s interest in the associate and unrealized losses are eliminated unless the transaction indicates that the asset transferred is impaired. Under the equity method, the post-acquisition net profit/(loss) of associates, net of tax, is recognized in the Group’s net income to the extent of the Group’s interest in the associate.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.9 Basis of Consolidation (Continued)

b) Investments in associates (Continued)

The equity method is discontinued when the carrying amount of the investment in an associate reaches zero or when the Group ceases to have significant influence over the associate, unless the Group has incurred obligations or made commitments in respect of the associate. After the Group’s interest in an associate is reduced to zero, additional loss allowances and the recognition of liabilities are recognized only if the Group has incurred legal or constructive obligations or made payments on behalf of the associate. If an associate subsequently makes a profit, the Group’s share of the profit is recognized in the financial statements only after the Group’s share of the associate’s profit is equal to its share of unrecognized losses.

As at 31 December 2024 and 31 December 2023, since Lentatek and Aydın Yazılım have net liability positions, the carrying value of these investments accounted for using the equity method in the consolidated balance sheet is zero.

Carrying amounts of investments accounted for using the equity method are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the recoverable amount of the asset is estimated.

The recoverable amount of investments accounted for using the equity method is the higher of value in use or fair value less costs to sell. Value in use is the present value of future cash flows expected to be derived from an asset or cash-generating unit.

An impairment loss is recognized if the carrying amount of an investment accounted for using the equity method exceeds its recoverable amount. Impairment losses are recognized in profit or loss. Impairment losses are recognized in the statement of profit or loss and other comprehensive income.

Impairment losses recognized in prior periods on investments accounted for using the equity method are reassessed at each reporting date, whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is reversed if there is a change in the estimates used to determine the recoverable amount. Any increase in the carrying amount of an investment resulting from the reversal of an impairment loss is recognized in the financial statements to the extent that the carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had been recognized in previous years.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.9 Basis of Consolidation (Continued)

b) Investments in associates (Continued)

Companies included in the full consolidation	31 December 2024		31 December 2023	
	Voting rights (%)	Activity rates (%)	Voting rights (%)	Activity rates (%)
Zorlu Enerji	50.26	50.26	50.26	50.26
Zorlu Osmangazi	100.00	50.26	100.00	50.26
Zorlu Yenilenebilir	100.00	50.26	100.00	50.26
Eway	100.00	50.26	100.00	50.26
ZGP Pakistan	99.70	50.11	99.70	50.11
Zorlu Enerji Pakistan	99.99	50.25	99.99	50.25
Zorlu Enerji İsrail	100.00	50.26	100.00	50.26
ZJ Strong	75.00	37.70	75.00	37.70
Zador	100.00	50.26	100.00	50.26
Zorlu Renewable USA	100.00	50.26	-	-
OEPSAŞ	100.00	50.26	100.00	50.26
OEDAŞ	100.00	50.26	100.00	50.26
Zorlu Doğal	100.00	50.26	100.00	50.26
Zorlu Jeotermal	100.00	50.26	100.00	50.26
Rotor	100.00	50.26	100.00	50.26
Zorlu Elektrik	100.00	50.26	100.00	50.26
Nemrut Jeotermal	100.00	50.26	100.00	50.26
Zorlu Renewable Pakistan	99.70	99.40	99.70	99.40
Zorlu Sun Power Pakistan	99.70	99.40	99.70	99.40
Zorlu Industrial Pakistan	99.99	99.69	99.99	99.69
Zorlu O&M Pakistan	99.99	99.69	99.99	99.69
Zorlu Solar Pakistan	99.70	99.40	99.70	99.40
Rosmiks LLC	100.00	100.00	100.00	100.00
Zorlu O&M	100.00	100.00	100.00	100.00
Zorlu Doğal Gaz İthalat	99.00	99.00	99.00	99.00
Zorlu Enerji Dağıtım A.Ş. ⁽¹⁾	-	-	100.00	50.26
Trakya Bölgesi Doğal Gaz Dağıtım A.Ş. ⁽¹⁾	-	-	100.00	50.26
Gazdaş Gaziantep Doğal Gaz Dağıtım A.Ş. ⁽¹⁾	-	-	90.00	50.11
Zorlu Doğal Gaz Tedarik Ticaret A.Ş. ⁽¹⁾	-	-	100.00	50.26
ZES Teknik	100.00	100.00	-	-
Korteks	100.00	100.00	100.00	100.00
Zorluteks	100.00	100.00	100.00	100.00
Zorlu Dış Ticaret	100.00	100.00	100.00	100.00
Zorlu SNG	100.00	100.00	100.00	100.00
Zorluteks D.O.O.	83.00	83.00	83.00	83.00
Zorlu UK	100.00	100.00	100.00	100.00

⁽¹⁾ The sale of Zorlu Enerji Dağıtım A.Ş. together with its subsidiaries Trakya Bölgesi Doğal Gaz Dağıtım A.Ş., Gazdaş Gaziantep Doğal Gaz Dağıtım A.Ş. and Zorlu Doğal Gaz Tedarik Ticaret A.Ş. to Gaztrak Enerji A.Ş., a 100% subsidiary of Palmet Enerji A.Ş. was completed as at 12 March 2024.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.9 Basis of Consolidation (Continued)

b) Investments in associates (Continued)

Companies included in the full consolidation	31 December 2024		31 December 2023	
	Voting rights (%)	Activity rates (%)	Voting rights (%)	Activity rates (%)
Vestel Elektronik Sanayi ve Ticaret A.Ş.	52.77	52.77	55.69	55.69
Vestel Beyaz Eşya Sanayi ve Ticaret A.Ş.	77.33	40.81	77.33	43.06
Vestel Mobilite Sanayi ve Ticaret A.Ş. ⁽¹⁾	100.00	52.77	100.00	55.69
Vestel Ticaret A.Ş.	100.00	52.77	100.00	55.69
Vestel CIS Limited	100.00	52.77	100.00	55.69
Vestel Electronica SRL	100.00	52.77	100.00	55.69
Vestel Holland B.V. Iberia Branch Office	100.00	52.77	100.00	55.69
Vestel France SA	100.00	52.77	100.00	55.69
Vestel Holland BV	100.00	52.77	100.00	55.69
Vestel Holland B.V. Germany Branch Office	100.00	52.77	100.00	55.69
Cabot Communications Limited	90.80	47.92	90.80	50.57
Vestel UK Ltd.	100.00	52.77	100.00	55.69
Vestel Holland B.V. UK Branch Office	100.00	52.77	100.00	55.69
Vestek Elektronik Araştırma ve Geliştirme A.Ş.	100.00	52.77	100.00	55.69
Vestel Trade Ltd.	100.00	52.77	100.00	55.69
Vestel Electronics Shangai Trading Co. Ltd.	100.00	52.77	100.00	55.69
Intertechnika LLC	99.90	52.72	99.90	55.63
Vestel Central Asia LLP	100.00	52.77	100.00	55.69
Vestel Ventures Ar-ge A.Ş.	100.00	52.77	100.00	55.69
Vestel Holland B.V. Poland Branch Office	100.00	52.77	100.00	55.69
Vestel Electronics Gulf DMC	100.00	52.77	100.00	55.69
Vestel U.S.A.	100.00	52.77	100.00	55.69
Levent Baza Gayrimenkul Yatırım A.Ş.	100.00	52.77	-	-
Vestel Trade India Private Ltd.	100.00	52.77	-	-
Vestel Hong Kong Ltd.	100.00	52.77	-	-
Cylinda AB	100.00	52.77	-	-
Zorlu Yapı Yatırım A.Ş.	100.00	100.00	100.00	100.00
Zorlu Air	100.00	100.00	100.00	100.00
Zorlu Investment	99.99	99.99	99.99	99.99
ABH	75.00	75.00	75	75
Faktoring	100.00	100.00	100.00	100.00
Meta Nikel	100.00	100.00	100.00	100.00

⁽¹⁾ The title of “Vestel Komünikasyon Sanayi ve Ticaret A.Ş.” has been changed to “Vestel Mobilite Sanayi ve Ticaret A.Ş.” as at 17 April 2024.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.9 Basis of Consolidation (Continued)

The table below sets out the associates and effective ownership interests at 31 December 2024 and 2023:

Subsidiaries	31 December 2024		31 December 2023	
	Voting rights (%)	Activity rates (%)	Voting rights (%)	Activity rates (%)
Dorad Energy Ltd.	25.00	12.57	25.00	12.57
Ezotech Electric Ltd. (“Ezotech”) ⁽¹⁾	-	-	42.15	21.11
Solad Energy Ltd. (“Solad”) ⁽¹⁾	-	-	42.15	21.11
Adnit Real Estate Ltd. (“Adnit”) ⁽¹⁾	-	-	42.15	21.11
Lentatek Uzay Havacılık ve Teknoloji A.Ş.	35.00	19.49	35.00	19.49
Aydın Yazılım Elektronik ve Sanayi A.Ş.	21.00	11.69	21.00	11.69
TOGG	23.00	12.14	23.00	12.81
Electrip Global Limited	49.99	25.12	49.99	25.12

⁽¹⁾Pursuant to the material event disclosure dated 17 December 2024, Zorlu Enerji has completed the sale of all of its shares in Ezotech and Solad, each of which has a direct shareholding of 42.15% in the capital of Zorlu Enerji, to Edeltech Ltd., the other shareholder of companies, and all of its shares in Adnit to Edeltech Holdings 2006 Ltd., the other shareholder, for USD 5,405,406.

Disposal of associates

Assets, liabilities and net assets of Ezotech, Solad, and Adnit, whose 42.15% stake has been sold, as at 31 December 2024, are as follows:

	Ezotech	Solad	Adnit	Total
Current assets	2,695,394	23	19,516	2,714,933
Non-current assets	12,141,067	-	7,046	12,148,113
Total assets	14,836,461	23	26,562	14,863,046
Short-term liabilities	(3,226,632)	(156,976)	(9,252)	(3,392,860)
Long-term liabilities	(12,166,239)	(412,717)	(19,046)	(12,598,002)
Total liabilities	(15,392,871)	(569,693)	(28,298)	(15,990,862)
Net assets	(556,410)	(569,670)	(1,736)	(1,127,816)
Ratio of shares sold	42.15%	42.15%	42.15%	
Net assets disposed	-	-	-	-
Net cash inflow from disposal of subsidiary				188,753
As of 31 December 2024, gain on sale of subsidiary (Note 30)				188,753

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.10 Summary of Significant Accounting Policies

Revenue

The Group has started to use the following five stage model in revenue recognition in accordance with TFRS 15 “Revenue from customer contracts” standard:

- Defining contracts with customers
- Defining performance obligations in contracts
- Determining the transaction price in contracts
- Allocating the transaction price to performance obligations
- Recognizing revenue

The Group recognizes revenue from a contract with a customer only if all of the following conditions are met:

- The parties to the contract have approved the contract (in writing, verbally or in accordance with other customary practices) and have committed to perform their respective obligations,
- The Group can define the rights of each party in relation to the goods or services to be transferred,
- The Group can define the payment terms for the goods or services to be transferred,
- The contract is commercial in essence

It is probable that the Group will collect the amount to which it will be entitled in return for the goods or services to be transferred to the customer. When assessing whether a price is likely to be collectible, the Company only takes into account the ability and intention of the customer to pay this amount on time. The amount to which the Company will be entitled may be lower than the price specified in the contract due to the Company offering a price advantage to its customer.

Service revenues are measured at the fair value of the consideration received. Costs are included in operating expenses on a cost basis, except where it is permitted or required to reflect costs on another basis. Cost is the fair value of goods and services used in production. Cost of sales is recognized as a separate line in the income statement.

Factoring service income consists of interest income or commission income collected or accrued on prepayments made to customers. Factoring commission income consists of a certain percentage of the total invoice amount subject to factoring transactions.

Sales are the fair value of the amount received or receivable in the event of electricity delivery. Revenue from transmission costs is recognized in the financial statements net of related costs.

Dividend income from associates is recognized as income when the shareholders’ rights to receive dividends are realized.

Other income of the Group;

- rental income is recognized on an accrual basis,
- Interest income is recognized on a yield basis.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.10 Summary of Significant Accounting Policies (Continued)

Currency Used

i) Functional and reporting currency

Financial statement items of each Group entity are measured using the currency of the primary economic environment in which the entity is organized and operates (“functional currency”). Consolidated financial statements are prepared and presented in Turkish Lira (“TL”), which is the functional currency of the parent company.

ii) Transactions and balances

Transactions in foreign currencies are translated into the functional currency at the exchange rates prevailing at the dates of the transactions. Exchange gains and losses arising from the settlement of such transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are included in the consolidated statement of comprehensive income, except for those recognized in equity as cash flow hedges and net investment hedges.

iii) Translation of financial statements of foreign subsidiaries

Assets and liabilities of foreign subsidiaries are translated into TL at the exchange rates prevailing at the balance sheet dates. The statement of comprehensive income items of these subsidiaries are translated into TL at average exchange rates (if the average exchange rate does not reasonably reflect changes in exchange rates at the dates of the transactions, transactions are translated at the rates prevailing at dates of transactions). For subsidiaries operating in foreign countries, differences arising between the average exchange rates and the exchange rates at the balance sheet date are recognized in “currency translation reserve” under equity.

Financial Assets Under Service Concession Arrangements

TFRS Interpretation 12, “Service concession agreements” regulates the recognition of arrangements for service concessions provided by public operators to private industry. Service concession agreements concerning electricity and services are recognised within the framework of TFRS Interpretation 12 by the Group.

As per conditions of agreements based on the arrangements within the scope of TFRS Interpretation 12, the Group operates as a service provider with the title “operator”. An operator builds and renovates the infrastructure used to provide a public service, operates the infrastructure during the determined period and maintains the infrastructure.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.10 Summary of Significant Accounting Policies (Continued)

Financial Assets Under Service Concession Arrangements (Continued)

The Group distributes electricity and gas within the scope of the service concession agreement transferred from public to private sector. The Group recognises investment expenditures related to distribution, under financial assets to the extent that it has unconditional rights arising from the contract concerning invoicing to subscribers in line with the instructions from the guarantor. The right to collect in return for distribution services is carried out by invoicing subscribers. The distribution element of the said invoices is regulated by distribution tariffs determined by Energy Market Regulation Authority (“EMRA”). The difference between the annual collections from distribution and the revenue cap predetermined by EMRA is corrected by EMRA by revising the future tariff.

In scope of TFRS 12, all investments of the Group related to electricity distribution operation are recognised as “Financial Assets Service Concession Arrangements” (Note 9). As at 31 December 2023, “Financial Assets Service Concession Arrangements “ related to natural gas distribution activities are classified as “Non-Current Assets Classified as Held for Sale”.

The electricity distribution activities of OEDAŞ are carried out within the framework of the service concession agreement regulated by the Transfer of Operating Rights (“TOR”) agreement signed with Türkiye Elektrik Dağıtım AŞ (“TEDAŞ”) on July 24, 2006. Until the expiration date of the distribution license of the Company on September 1, 2036 or its cancellation for any reason before its expiration, the Company has the right to operate the electricity distribution system, the existing or to be established distribution facilities in the distribution region and the operation of distribution facilities, rehabilitation and strengthening of these facilities and constructions. It has control of immovable and immovable assets, which are of very high importance for the Company. Any renewal of the distribution license will not result in the extension of the contract with the same terms. The Company may apply to TEDAŞ and request the renewal of the contract at least one year before the expiry of the contract period. TEDAŞ may decide to renew the contract six months before the expiration of the contract, after considering this request taking into account the new conditions within the framework of the current legislation.

The distribution system operating income requirement and related parameters for the third implementation period, which will be valid for OEDAŞ between the years 2016-2020, were determined by EMRA with the Board decision dated 30 December 2015 and numbered 6039-1 (last revision: numbered 9067-1 and dated December 26, 2019) whereas the distribution system operating income requirement and related parameters for the fourth implementation period, which will be valid between the years 2021-2025, were approved by EMRA with the Board decision dated 24 December 2020 and numbered 9911-1.

Financial assets service concession arrangements are measured at amortized cost in accordance with TFRS 9, since they are composed of cash flows that only include principal and interest.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.10 Summary of Significant Accounting Policies (Continued)

Financial Assets Under Service Concession Arrangements (Continued)

Financial assets service concession arrangements for electricity distribution activities are depreciated over 10 year as per the concession arrangements, respectively (Note 9).

The Group has applied the financial asset model in accordance with TFRS Interpretation 12 “Service Concession Agreements”, taking into account the terms of its service concession agreement with the government and has accounted for financial assets related to concession agreements amounting to TL 12,254,286 in its statement of financial position as of 31 December 2024 (31 December 2023: TL 13,168,018) (Note 9). In addition, the interest income related to weighted average cost of capital correction of OEDAŞ amounting to TL 1,862,703 (31 December 2023: TL 1,760,357) (Note 29) has been accounted in the operating income and is included in the calculation of earnings before interest, depreciation and tax (“EBITDA”). The indexation difference on receivables from service concession arrangements belonging to OEDAŞ amounts to TL 4,307,909 (31 December 2023: TL 6,012,522) (Note 3) is accounted for in monetary gain/(loss) and is included in the EBITDA calculation.

Tangible Assets

Lands, buildings, land improvements, power plants, machinery and equipment are recognized in consolidated financial statements at their fair values determined by an independent professional valuation firm as at 31 December 2024.

All other property, plant and equipment, other than land, buildings, land improvements and machinery and equipment, acquired before 1 January 2005 are carried at cost in the equivalent purchasing power of TL units current at 31 December 2004 and items acquired after 1 January 2005 are carried at cost less accumulated depreciation and impairment losses, if any, until the balance sheet date.

The increase arising from the revaluation of land, buildings, land improvements, machinery and equipment is recognized in the revaluation reserve in equity. The revaluation increase is recognized as income to the extent of the impairment loss previously recognized in the statement of profit or loss. A decrease in the carrying amount of the revalued land, buildings, land improvements, machinery and equipment is recognized as an expense to the extent that it exceeds the revaluation reserve balance related to the previous revaluation of the asset. Depreciation of revalued buildings, land improvements, power plants and plant, machinery and equipment is recognized in the income statement. Each period, the difference between the depreciation calculated on the revalued asset (depreciation charged to the statement of comprehensive income) and the depreciation charged on the cost of the asset is transferred from the revaluation reserve to retained earnings.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.10 Summary of Significant Accounting Policies (Continued)

Tangible Assets (Continued)

Property, plant and equipment, other than land and construction in progress, are depreciated over their estimated useful lives using the straight-line method. Estimated useful lives, residual values and depreciation method are reviewed at each year end, with the effect of any changes in estimate accounted for on a prospective basis.

If events or changes in circumstances indicate that the carrying amount of an item of property, plant and equipment may not be recoverable, the carrying amount of the asset is written down to its recoverable amount. The recoverable amount is the higher of the net cash flows from the current use of the property, plant and equipment and its net selling price.

Gains and losses on disposals of property, plant and equipment are included in income and expenses from investing activities. On disposal of a revalued property, plant and equipment, the revaluation reserve relating to the property, plant and equipment disposed of is transferred to retained earnings.

Costs incurred in replacing any part of an item of property, plant and equipment, together with maintenance and repair costs, are capitalized if they are likely to increase the future economic benefits of the asset. All other costs are recognized in the statement of profit or loss as an expense as incurred.

Depreciation rates of property, plant and equipment are calculated based on their estimated useful lives and are as follows:

	Year
Land improvements	1-50
Buildings	3-52
Leasehold improvements	3-10
Property, plant and equipments	2-48
Furnitures and fixtures	4-15
Motor vehicles	4-10

Fixed assets acquired under lease are depreciated over their estimated useful lives. Gains or losses on disposals of property, plant and equipment are determined by comparing proceeds with their carrying amounts and are recognized in the related income and expense accounts, as appropriate.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.10 Summary of Significant Accounting Policies (Continued)

Mining Assets

Mining assets consist of mining rights, mining lands, reclamation, rehabilitation and closure of mining sites and related discounted costs. Mining assets are carried at acquisition cost less accumulated depreciation and permanent impairment losses, if any. Mining assets are amortized from the commencement of production. Depreciation expenses of mining assets are recognized on the basis of production cost on the basis of related mining sites. In mine site development costs, mine site development costs are associated with the evaluation of new ore seams. In addition to the development of the mine, mine development costs also include the costs of opening underground galleries, excavation and construction of roads for the continuation and development of the production of existing ore veins. Mine development costs are capitalized when it is probable that future economic benefits will flow to the Group from the mine, it is identifiable for specific mine areas and the cost can be measured reliably.

Intangible Assets

Intangible assets are carried at cost less accumulated amortization and impairment losses, if any. Intangible assets include business licenses, computer software, royalty service agreements, customer relationships and goodwill.

Licenses

Commercial business licenses are recognized at acquisition cost. Commercial business licenses are carried at cost less accumulated amortization and impairment losses, if any, in consolidated financial statements.

Computer Software

Computer software is recognized at acquisition cost. Computer software is depreciated on a straight-line basis over their estimated useful lives and carried at cost less accumulated amortization. Estimated useful lives of computer software are 2-15 years.

Service Concession Agreements

Service concession agreements owned as a result of business combinations are recognised at their fair values at the acquisition date. The duration of the arrangement was determined as 20 years for OEDAŞ (remaining useful life is about 12 years). The service concession agreement is amortised within this period specified (Note 9).

Customer Relationships

Customer relationships acquired as a result of a business combination are accounted for at their fair value at the date of acquisition. The duration of customer relationships is determined as 20 years (remaining useful life is about 12 years) for OEPSAŞ. Customer relationships are amortised within this period specified (Note 16).

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.10 Summary of Significant Accounting Policies (Continued)

Business Combinations and Goodwill

A business combination is the bringing together of separate legal entities or businesses into one reporting entity. Business combinations are recognised using the acquisition method in accordance with TFRS 3. Cost of the acquisition incurred as a result of the acquisition of an enterprise is allocated to identifiable assets, obligations and contingent obligations of the enterprise on the date of acquisition. The difference between the cost of the acquisition and the fair value of identifiable assets, obligations and contingent obligations of the entity on the date of acquisition is recognised in the consolidated financial statement as goodwill. Assets, intangible assets and contingent obligations that are not covered by the financial statements of the acquired entity but can be separated from the goodwill are recognised in the consolidated statement of financial position at their fair values. The goodwill previously recognised in the financial statements of the acquiree is not considered to be an identifiable asset.

If the acquirer’s share in the fair value of the acquired identifiable assets, liabilities and contingent liabilities exceeds the business combination cost, the difference is associated with the consolidated income statement. The recorded value of the goodwill is reviewed annually and, when deemed necessary, adjusted taking into account its permanent depreciation. The carrying amount of the goodwill is reviewed for impairment at year-ends in accordance with TFRS 3.

In the impairment test, goodwill is allocated to each cash-generating unit of the Group that will benefit from the synergies of the merger. Impairment testing is applied every year or in shorter periods when there is an indication of impairment in order to check whether there is an impairment on the goodwill. In cases when the cash-generating unit’s recoverable amount is less than its carrying amount, the impairment is first used to reduce the carrying amount of the goodwill allocated to the cash-generating unit and then, within a ratio, to reduce the carrying amount of other assets. The impairment provision for goodwill cannot be reversed in subsequent periods.

Right of Use Assets

The right of use asset is initially recognized using the cost method and includes:

- The initial measurement amount of the lease liability,
- All lease payments made on or before the effective date of the lease less all lease incentives received,
- All initial direct costs incurred by the Company

When applying the cost method, the Company measures the right of use asset at its cost, less accumulated depreciation and accumulated impairment losses and adjusted according to the remeasurement of the lease liability. While amortizing the right of use asset, the Company applies the depreciation provisions in TAS 16 Property, Plant and Equipment standard.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.10 Summary of Significant Accounting Policies (Continued)

Lease Liabilities

At the commencement date of the lease, the Company measures the lease liability at the present value of the lease payments outstanding at that date. Lease payments are discounted using the interest rate implicit in the lease, if that rate is readily determinable. If that rate is not readily determinable, the Company uses the Company’s incremental borrowing rate. At the commencement date of the lease, the lease payments included in the measurement of the lease liability consist of the following payments to be made for the right to use the underlying asset during the lease term and not paid at the commencement date of the lease:

- The amount obtained by deducting any lease incentive receivables from the fixed payments,
- Variable lease payments based on an index or rate, the first measurement of which is made using a index or rate at the date the lease actually begins,
- The exercise price of the option if the Company is reasonably certain to exercise the purchase option, and
- Penalty payments related to the termination of the lease if the lease term indicates that the Company will exercise an option to terminate the lease.

After the effective date of the lease, the Company measures the lease liability as follows:

- Increase the carrying amount to reflect interest on the lease liability,
- Decrease the carrying amount to reflect lease payments that have been made, and
- Re-measure the carrying amount to reflect reassessments and restructurings or to reflect revised, essentially fixed lease payments.

The interest on the lease liability for each period in the lease term is the amount found by applying a constant periodic interest rate to the remaining balance of the lease liability.

Investment Properties

Investment properties owned by the Group are measured at fair value in accordance with TAS 40 “Investment Property”. Land and buildings held to earn rentals or for capital appreciation or both rather than for use in the production or supply of goods or services or for administrative purposes or sale in the ordinary course of business are classified as investment property and measured at fair value. Gains or losses arising from a change in the fair value of investment property are recognized in the statement of comprehensive income in the period in which they arise.

Investment property is recognized as an asset if, and only if, it is probable that future economic benefits associated with the property will flow to the entity and the cost of the investment property can be measured reliably.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.10 Summary of Significant Accounting Policies (Continued)

Inventories

Inventories are valued at the lower of cost or net realizable value. Costs, including an appropriate portion of fixed and variable overhead expenses, are measured using the method most appropriate to the particular class of inventory. Group companies use the moving weighted average method for cost calculations.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale. When the net realizable value of inventories is less than cost, the inventories are written down to their net realizable value and the expense is recognized in the statement of profit or loss in the year the write-down or loss occurred.

An impairment loss is reversed when the circumstances that previously caused inventories to be written down to net realizable value no longer exist or when there is evidence of an increase in net realizable value due to changing economic conditions. The amount reversed is the amount of the previously recognized impairment loss.

Impairment of Assets

The Group assesses whether there is any indication that an asset is impaired at each balance sheet date. If such an indication exists, the recoverable amount of that asset is estimated. If the carrying amount of the asset or any cash-generating unit of that asset is higher than the amount that can be recovered through use or sale, an impairment has occurred. The recoverable amount is determined by selecting the higher of asset’s net sales price and its value in use. The value in use is the estimated present value of cash flows expected to be obtained from the continued use of an asset and its disposal at the end of its useful life. Impairment losses are recognized in the income statement.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.10 Summary of Significant Accounting Policies (Continued)

Related Parties

A party is related to the Group if one of the following criteria is met:

(a) A person or a member of that person’s immediate family is related to the reporting entity if:

The person,

- (i) has control or joint control over the reporting entity,
- (ii) has significant influence over the reporting entity,
- (iii) is a member of the key management personnel of the reporting entity or a parent of the reporting entity.

(b) An entity is related to a reporting entity if any of the following conditions apply:

- (i) The entity and the reporting entity are members of the same group (i.e. each parent, subsidiary and other subsidiary is related to the others).
- (ii) The entity is an associate or joint venture of the other entity (or a member of a group of which the other entity is a member).
- (iii) Both entities are joint ventures of the same third party.
- (iv) One entity is a joint venture of a third entity and the other entity is an associate of that third entity.
- (v) If the entity has a post-employment benefit plan for employees of the reporting entity or an entity related to the reporting entity. If the reporting entity itself has such a plan, the sponsoring employers are also related to the reporting entity.
- (vi) If the entity is controlled or jointly controlled by a person identified in (a).
- (vii) If a person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or its parent).

A related party transaction is the transfer of resources, services or obligations between a reporting entity and a related party, regardless of whether a consideration is given. Some business relationships with related parties may be entered into in the ordinary course of business.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.10 Summary of Significant Accounting Policies (Continued)

Subsequent Events

In case of events requiring adjustments after the reporting date, the Group adjusts the amounts recorded in the financial statements in accordance with this new situation. Matters that do not require adjustments after the reporting date are disclosed in financial statement notes if they affect the economic decisions of financial statement users.

Borrowing Costs

Borrowing costs that are directly attributable to asset purchases or investments that require a significant period of time to be constructed or prepared for sale and that are accrued during construction or production are added to the cost of the relevant asset. However, during periods when activities aimed at preparing the asset for its intended use or sale are interrupted for a long period of time, the capitalization of borrowing costs is suspended. If activities required to prepare the asset for its intended use or sale are completely completed, the capitalization of borrowing costs is terminated. Other borrowing costs are expensed in periods they are accrued.

Bank Loans

Loans are recorded on the date they are received, with the value of the loan amount minus the transaction expenses. Financing expenses (including premiums during repayment) are recognized on an accrual basis, and financing expenses not paid on time are added to the loan debt.

Deposits received

In accordance with the decision of EMRA about “The Rules and Regulation related to the Update of Guarantee Payments in Electricity Market”, OEPSAŞ is obliged to pay the deposit amounts to customers which have terminated their subscription, updated in accordance with the methods identified by EMRA. Deposits received are included in the financial statements by being updated according to the CPI. In addition, according to the Transfer of Operating Rights agreement signed between TEDAŞ and OEPSAŞ, the Group must keep track of deposits received from the subscribers and refunded, and to pay the net balance back to TEDAŞ until the end of the license period. Differences resulting from the valuation of the amounts received for deposits are accounted for under gains/(losses) on monetary position in the consolidated statement of profit or loss.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.10 Summary of Significant Accounting Policies (Continued)

Taxation

Tax income (expense) consists of current period tax income (expense) and deferred tax income (expense). Corporate tax liability is calculated on the basis of the base found after the period result is adjusted by taking into account the expenses and discounts that are not legally accepted. Period tax expense is calculated by taking into account tax laws in force in the countries where the Group’s subsidiaries operate as of the balance sheet date. Deferred tax assets and liabilities arise from significant timing differences (future taxable timing differences) as a result of different treatment of accounting and taxation and are calculated on the current tax rate using the “borrowing” method.

Deferred tax assets are recorded only when the asset can be redeemed and a taxable profit is expected to occur in the future. Net deferred tax assets arising from timing differences are reduced in proportion to tax deductions when it is not certain that they will be used in future years in light of the available data. Deferred tax is directly associated with the equity account group if it relates to transactions that are directly associated with equity in the same or a different period.

Employee Benefits/Severance Pay

According to applicable laws, the Group is obliged to make a certain lump sum payment to employees whose employment is terminated due to retirement or resignation and other reasons other than behaviors specified in the labor law. The payment amounts are calculated based on the severance pay ceiling valid as at the balance sheet date. The severance pay provision is calculated according to the net present value of the future liability amounts that will arise due to the retirement of all employees and is reflected in the accompanying financial statements. All actuarial gains and losses are reflected in equity as other comprehensive income/expenses in the period in which they occur.

Other Provisions

Provisions are accrued when there is a possible liability (legal or structural liability) arising from past events, when there is a possibility of a decrease in active items required to fulfill this liability in the future, and when the amount of the liability can be determined reliably. These accrued provisions are reviewed in each balance sheet period and revised to reflect current estimates.

Warranty and Assembly Expenses

Warranty expenses include labor and material costs related to the repair and maintenance of goods manufactured and sold under warranty by authorized services without charge to the customer. Provision for warranty expenses is calculated and recognized based on the estimation of repair and maintenance costs that may be incurred during the warranty period for the products sold under warranty based on historical data. Provision for assembly expenses is calculated and recognized based on the estimation of the costs to be borne by the Group for the assembly of the products sold and recognized as revenue in the current period but not yet assembled by the end customers, based on historical data.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.10 Summary of Significant Accounting Policies (Continued)

Financial Assets

Classification and Measurement

The Group accounts its financial assets in three classes as financial assets recognized at amortized cost, financial assets reflected in profit or loss at fair value and financial assets reflected in other comprehensive income statement at fair value. Classification is made based on the business model and expected cash flows determined according to purposes of utilizing the financial assets. Management classifies its financial assets on the date they are purchased.

(a) Financial assets measured at amortized cost

Financial assets that are not traded in an active market and have fixed or determinable payments, and for which the Group has adopted a business model of collecting contractual cash flows and whose contractual terms include only payments of principal and interest arising from the principal balance on certain dates, are classified as assets recognized at amortized cost. Assets recognized at amortized cost are initially recorded by adding transaction costs to acquisition costs reflecting their fair values and are subsequently measured at “amortized cost” using the “effective interest (internal rate of return) method”. Interest income related to financial assets measured at amortized cost is reflected in the income statement.

(b) Financial assets at fair value through profit or loss

Assets for which the Group has adopted a business model whose objective is to collect and/or sell contractual cash flows are classified as assets at fair value through profit or loss. If management does not intend to dispose of the related assets within 12 months from the balance sheet date, they are classified as non-current assets.

i) Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are initially recognized at fair value and subsequently remeasured at fair value. Gains and losses arising from the valuation are recognized in profit or loss.

ii) Financial assets at fair value through other comprehensive income

Financial assets whose fair value difference is reflected in other comprehensive income are recorded by adding transaction costs to the acquisition costs reflecting their fair value. Financial assets whose fair value difference is reflected in other comprehensive income are valued at their fair value after they are recorded. Interest income calculated with the effective interest method of securities whose fair value difference is reflected in other comprehensive income and dividend income of securities representing shares in capital are reflected in the income statement. The difference between the fair value and amortized costs of financial assets whose fair value difference is reflected in other comprehensive income is monitored under equity. When the securities in question are collected or disposed of, accumulated fair value differences reflected in equity are reflected in the income statement.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.10 Summary of Significant Accounting Policies (Continued)

The difference between the fair value and amortized cost of financial assets at fair value through other comprehensive income is recognized in equity. When these securities are collected or disposed of, accumulated fair value differences reflected in equity are recognized in the income statement.

Loans and Receivables

Trade and other receivables and loans with fixed or determinable payments that are not quoted in an active market are classified in this category. Loans and receivables (trade and other receivables, bank balances, cash and others) are carried at amortized cost using the effective interest method less impairment losses. Interest income is recognized using the effective interest rate method, except where the effect of rediscounting is immaterial.

Factoring Receivables and Other Receivables

Factoring receivables and other receivables are initially recognized at fair value. Subsequent to initial recognition, other receivables other than factoring receivables are carried at amortized cost using the effective interest method. Factoring receivables are subsequently measured at amortized cost using the effective interest method. The Group management estimates that carrying amounts of factoring receivables approximate their fair values due to the consideration of discounting at initial recognition.

Derivative Financial Instruments

The Group’s derivative financial instruments consist of forward foreign exchange purchase and sale contracts. Although structured forward foreign exchange purchase and sale contracts provide an effective protection against risks for the Company economically, they are not recognized as derivative financial instruments for hedging purposes in the financial statements because they do not meet the necessary conditions of TAS 39 - “Financial Instruments: Recognition and Measurement” in terms of risk accounting.

Derivative financial instruments for trading purposes are initially reflected in the financial statements at cost and are valued at their fair values in the periods following their recognition. Gains and losses arising from changes in fair values of these instruments are associated with the income statement as income or expense. Derivative products with positive fair values are recognized in assets in balance sheets, while those with negative fair values are recognized in liabilities.

Cash flow hedges are designated as hedges of changes in the cash flows of a recognized asset or liability or a highly probable forecast transaction that is attributable to a particular risk at the date of the derivative contract that could affect profit or loss.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.10 Summary of Significant Accounting Policies (Continued)

The Group recognizes the gains and losses on the effective portion of derivative instruments designated and qualifying as cash flow hedges under equity as “hedging reserve”. When the hedged commitment or forecasted transaction becomes an asset or liability, the gain or loss on the hedged item is removed from equity and included in the acquisition cost or carrying amount of the asset or liability. Otherwise, amounts recognized in equity are transferred to the consolidated statement of profit or loss in the period in which hedged forecast transaction affects the consolidated income statement and are recognized in profit or loss.

Accumulated gains and losses recognized in equity are included in the income statement when the forecast transaction is no longer expected to occur. When a hedging instrument expires, is sold, terminated or exercised, or the hedge designation is revoked, without being replaced or extended in accordance with the documented hedging strategy, gains and losses previously recognized in other comprehensive income continue to be classified in equity until the cash flows that were intended to be hedged affect the statement of profit or loss.

Trade Receivables

Trade receivables are presented at the original invoice value after the provision for doubtful receivables is deducted. Management sets aside provisions it deems sufficient for receivables that it estimates, based on objective evidence, will not be collectible due to current economic conditions and the inherent risk of receivables.

Sale and Leaseback Transactions

A sale and leaseback transaction involves the sale of an asset and the leaseback of the same asset. Lease payments and the sale price are generally interdependent, as they are negotiated as a whole. The accounting method for a sale and leaseback transaction depends on the type of lease involved. If a sale and leaseback transaction results in a finance lease, the portion of sales revenues in excess of the book value is not recognized immediately as income by the seller-lessor. Instead, the revenue is deferred and amortized over the lease term. If the leaseback transaction is a finance lease, the transaction is a means by which the lessor provides financing to the lessee, with the leased asset as collateral for the transaction. Therefore, it is not correct to consider the sales revenues in excess of the book value of the relevant asset as income. Such excess amounts are deferred and amortized over the lease term. The buildings leased back through the sale and leaseback transaction are recognized in the “Tangible Assets” account.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.10 Summary of Significant Accounting Policies (Continued)

Recognition or Derecognition of Financial Instruments

A financial asset and a financial liability are recognized in the financial statements when the Group becomes a party to the contractual rights and obligations. A financial asset is derecognized when the Company loses control over the contractual rights that are subject to the financial asset. A financial liability is derecognized when the contractual obligations specified in the contract are discharged, either by the creditor being given cash, another financial asset or a service, or by the creditor being legally released or expired.

Commitments and Contingencies

Transactions that create commitments and potential liabilities represent situations where the occurrence depends on the outcome of one or more future events. Therefore, some transactions are recognized as off-balance sheet items in terms of carrying potential losses, risks or uncertainties. In the event that an estimate is made for potential liabilities or losses that will occur in the future, these liabilities are considered as expenses and debts. Probable incomes are reflected in incomes when they are possible to occur.

Segmental Reporting of Financial Information

Operating segments are evaluated in parallel with the internal reporting and strategic segments presented to the bodies or individuals authorized to make decisions regarding the Group’s operations. The Group’s Board of Directors is the authorized body to make strategic decisions regarding the Group’s operations in order to make decisions regarding resources to be allocated to these segments and to evaluate the performance of segments. The Group management determines operating segments based on reports evaluated by Board of Directors when making strategic decisions.

The Group’s senior management evaluates results of operations in terms of business lines and at the level of domestic and foreign operations. An operating segment is a group of assets and activities used in the production of goods and services that are subject to risks and rewards that are different from those of other operating segments.

Cash and Cash Equivalents

Cash and cash equivalents included in cash flow statements are cash, demand deposits and other short-term liquid investments with maturities of 3 months or less from the date of purchase, which can be converted into cash immediately and do not carry a significant risk of change in value.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.10 Summary of Significant Accounting Policies (Continued)

Provisions for Environmental Rehabilitation, Reclamation and Closure of Mining Sites

Considering the current situation regarding environmental rehabilitation, reclamation and closure of mining sites, the amount of provision has been calculated in accordance with the plans based on legal regulations, technological possibilities and the best estimates of the Group Management. These provisions are discounted to their carrying amounts at the balance sheet date using a pre-tax discount rate that excludes the risk associated with the estimation of future cash flows, taking into account market interest rates and the risk associated with the liability, and calculations are reviewed at each balance sheet date.

Assets classified as held for sale and discontinued operations

The Group classifies the non-current asset (or asset group to be disposed of) as held for sale if the book value of a non-current asset or asset group will be recovered through a sale transaction rather than continued use. For this situation to be valid, the relevant asset must be in a position to be sold immediately under customary conditions that are common in the sale of such assets, and the probability of sale must be high. The Group measures the fixed asset group, which it classifies as assets classified as held for sale, at the lower of its book value and fair value less costs to sell. Depreciation is stopped for tangible and intangible assets within this asset group as of the relevant classification date. Discontinued activities related to the asset group in question are presented in the period profit/loss, and transactions presented and the adjustments regarding these transactions are defined and classified as transactions that will not be included in financial statements after the sale transaction takes place.

Discontinued operations

A discontinued operation is part of the Group’s business that includes activities and cash flows that are clearly distinguishable from other parts of the Group and:

- Represents a separate major business line or geographic area of operations;
- It is part of the sale of a separate major line of business or geographic area of operations under a single coordinated plan; or
- It is a subsidiary acquired for the sole purpose of resale.

Classification as a discontinued operation occurs after or before the sale of the activity, if it meets the criteria for being an asset held for sale.

If an activity is classified as a discontinued operation, the statement of profit or loss and other comprehensive income is presented again as if the activity had been discontinued from the beginning of the comparative period.

The Group’s profit for the period from discontinued operations for the period ended 31 December 2024 is TL 2,094,623 (31 December 2023: TL 85,108).

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 3 - SEGMENT REPORTING

The Group management has determined the Group’s reportable segments as energy, textile, holding, white goods and electronics, real estate and other. Segment results of the Group based on primary and secondary segment reporting are as follows:

1 January - 31 December 2024	Energy	Textile	Holding	White goods and electronics	Real estate	Other	Consolidation adjustments and other effects	Total consolidation
Revenue	32,063,335 (28,384,523)	20,605,991 (18,126,307)	1,558,611 (1,276,924)	142,736,499 (114,496,293)	5,922,432 (2,922,444)	7,253,631 (7,543,741)	(9,122,988) 7,493,074	201,017,511 (165,257,158)
Gross profit	3,678,812 (2,088,564)	2,479,684 (3,358,166)	281,687 (112,020)	28,240,206 (27,422,418)	2,999,988 (815,255)	(290,110) (583,773)	(1,629,914) 1,629,914	35,760,353 (32,750,282)
Operating expenses	4,622,952	1,454,715	26,703	8,055,276	632,888	745,228	-	15,537,762
Amortization and depreciation expenses ⁽¹⁾	1,862,703	-	-	-	-	-	-	1,862,703
Weighted average cost of capital (“WACC”) correction ⁽²⁾	4,307,909	-	-	-	-	-	-	4,307,909
Indexation difference on financial assets under service concession arrangements ⁽³⁾	12,383,812	576,233	196,370	8,873,064	2,817,621	(128,655)	-	24,718,445
EBITDA								
1 January - 31 December 2023	Energy	Textile	Holding	White goods and electronics	Real estate	Other	Consolidation adjustments and other effects	Total consolidation
Revenue	43,206,969 (36,471,960)	26,115,332 (23,267,950)	2,353,611 (1,133,186)	162,015,698 (127,694,021)	6,445,445 (2,983,034)	6,469,719 (7,022,735)	(10,956,020) 9,119,152	235,650,754 (189,453,734)
Cost of sales								
Gross profit	6,735,009 (2,485,429)	2,847,382 (3,018,938)	1,220,425 (590,538)	34,321,677 (28,121,472)	3,462,411 (1,017,076)	(553,016) (420,938)	(1,836,868) 1,610,950	46,197,020 (34,043,441)
Operating expenses								
Amortization and depreciation expenses ⁽¹⁾	5,962,483	1,595,153	28,952	9,193,545	742,488	802,177	-	18,324,798
Weighted average cost of capital (“WACC”) correction ⁽²⁾	1,760,357	-	-	-	-	-	-	1,760,357
Indexation difference on financial assets under service concession arrangements ⁽³⁾	6,012,522	-	-	-	-	-	-	6,012,522
EBITDA	17,984,942	1,423,597	658,839	15,393,750	3,187,823	(171,777)	(225,918)	38,251,256

⁽¹⁾ Depreciation and amortization amounting to TL 15,537,762 (31 December 2023: TL 18,324,798) is included in cost of sales and operating expenses and amortization amounting to TL 1,490,791 (31 December 2023: TL 914,774) is included in operating expenses.
⁽²⁾ Interest income related to weighted average cost of capital correction which are related to OEDAS amounts to TRY 1,862,703 (December 31, 2023: TRY 1,760,357), which are accounted in the other income are included in EBITDA calculation. Indexation difference on financial assets under service concession arrangements which are related to OEDAS amounts to TRY 4,307,909 (December 31, 2023: TRY 6,012,522), which are accounted in the monetary gain are included in EBITDA calculation.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 3 - SEGMENT REPORTING (Continued)

1 January - 31 December 2024	Energy	Textile	Holding	White goods and electronics	Real estate	Other	Consolidation adjustments and other effects	Total consolidation
Segment assets	106,472,867	33,604,148	30,177,655	142,560,464	59,914,487	15,880,707	-	388,610,328
Equity accounted investees	5,252,878	-	-	5,729,426	-	-	-	10,982,304
Segment liabilities	58,083,163	37,745,201	12,017,000	124,728,903	21,371,015	18,563,456	-	272,508,738
Segment capital expenditures	1,012,065	331,103	12,163	7,062,983	307,910	196,778	-	8,923,002
1 January - 31 December 2023	Energy	Textile	Holding	White goods and electronics	Real estate	Other	Consolidation adjustments and other effects	Total consolidation
Segment assets	121,867,044	37,085,869	74,365,434	145,519,395	59,939,859	17,961,087	2,467,913	459,206,601
Assets classified as held for sale	12,031,371	-	-	-	-	-	(2,467,913)	9,563,458
Equity accounted investees	6,350,896	-	-	7,469,668	-	-	-	13,820,564
Segment liabilities	78,017,353	42,445,021	27,189,123	124,995,368	55,148,006	18,120,305	270,226	346,185,402
Liabilities classified as held for sale	10,394,956	-	-	-	-	-	(270,226)	10,124,730
Segment capital expenditures	2,170,884	328,466	14,784	7,882,811	314,505	269,503	-	10,980,953

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 4 - CASH AND CASH EQUIVALENTS

	31 December 2024	31 December 2023
Cash	16,375	25,525
Banks	4,899,593	11,354,534
- Time deposits	1,211,002	4,906,480
- Demand deposits	3,688,591	6,448,054
Other	378,093	299,737
	5,294,061	11,679,796

The maturities of time deposits are less than 3 months and the average effective annual interest rates for time deposits are as follows:

	31 December 2024 (%)	31 December 2023 (%)
TL	43.3	32.7
USD	10.9	2.8
PKR	12.7	20.5
KZT	12.5	-

As at 31 December 2024 and 2023, cash and cash equivalents included in consolidated statements of cash flows are as follows:

	31 December 2024	31 December 2023
Cash and cash equivalents	5,294,061	11,679,796
Less: Restricted cash	(108,902)	(45,631)
	5,185,159	11,634,165

NOTE 5 - FINANCIAL INVESTMENTS

Short term financial investments

	31 December 2024	31 December 2023
Held to maturity financial investments	92,392	627,379
Other	7	6
	92,399	627,385

Held to maturity financial investments

Held-to-maturity securities consist of fixed interest rate bonds. The Group monitors its exposure to interest rate risk and other market price risks through sensitivity analysis. Based on the sensitivity analysis model, some interest rate and other market price risk is accepted provided that it is within predetermined limits.

Sum of the carrying amounts of other marketable securities and government and private sector bonds and their interest (calculated as of the end of the period) is equal to the approximate market values of these bonds.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 5 - FINANCIAL INVESTMENTS (Continued)

Long term financial investments

	31 December 2024	31 December 2023
Held to maturity financial investments	17,570,764	56,703,257
Other ⁽¹⁾	673,881	560,466
	18,244,645	57,263,723

⁽¹⁾ Financial investments that do not have a quoted fair value or whose fair value cannot be reliably measured are not included in consolidation due to their immateriality. As at the balance sheet date, companies in which the Group has control or significant influence, listed under “Subsidiaries excluded from the scope of consolidation on the basis of materiality” and “Financial investments at fair value through other comprehensive income” are not consolidated or accounted for using the equity method of accounting because they are individually or collectively insignificant to the financial position of the Group.

NOTE 6 - TRADE RECEIVABLES AND PAYABLES

a) Trade receivables:

Short term trade receivables

	31 December 2024	31 December 2023
Trade receivables from third parties	24,744,469	30,952,217
Trade receivables from related parties (Note 34)	1,855,565	3,741,661
Notes receivable	1,388,501	2,772,893
Deferred financial expense (-)	(243,829)	(205,320)
Provision for doubtful receivables (-)	(1,233,578)	(1,096,529)
	26,511,128	36,164,922

Long term trade receivables

	31 December 2024	31 December 2023
Trade receivables from third parties	581,993	538,693
Notes receivable	68,331	17,600
	650,324	556,293

Provision for doubtful receivables is evaluated by the Group management based on past experience and the current economic situation, and allowance for doubtful receivables is provided when deemed necessary and at an appropriate rate.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 6 - TRADE RECEIVABLES AND PAYABLES (Continued)

b) Trade payables:

Short term trade payables

	31 December 2024	31 December 2023
Trade payables to third parties	53,577,484	70,068,060
Trade payables to related parties (Note 34)	336,936	403,544
Notes payable	1,920,987	1,240,115
Other	16,422	20,766
Deferred financial income (-)	(280,873)	(135,974)
	55,570,956	71,596,511

Long term trade payables

	31 December 2024	31 December 2023
Trade payables to third parties	146,329	281,237
Deferred financial income (-)	(23,582)	(24,454)
	122,747	256,783

NOTE 7 - OTHER RECEIVABLES AND PAYABLES

a) Short term other receivables:

	31 December 2024	31 December 2023
Other receivables from third parties	2,447,150	4,374,267
Other receivables from related parties (Note 34)	502,474	204,199
	2,949,624	4,578,466

b) Long term other receivables:

	31 December 2024	31 December 2023
Other receivables from related parties (Note 34)	8,605,573	10,416,949
Other receivables from third parties	110,384	547,431
	8,715,957	10,964,380

c) Short term other payables:

	31 December 2024	31 December 2023
Other payables to related parties (Note 34)	1,072,737	4,524,143
Other payables to third parties	2,552,083	2,938,869
	3,624,820	7,463,012

d) Long term other payables:

	31 December 2024	31 December 2023
Other payables to third parties	-	1,202,443
	-	1,202,443

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 8 – INVESTMENT PROPERTIES

	Land	Buildings	Total
1 January 2024	-	-	-
Additions	299,483	1,299,142	1,598,625
31 December 2024	299,483	1,299,142	1,598,625

NOTE 9 - FINANCIAL ASSETS UNDER SERVICE CONCESSION ARRANGEMENT

	31 December 2024	31 December 2023
Short-term financial assets	2,827,315	2,501,954
Long-term financial assets	9,426,971	10,666,064
	12,254,286	13,168,018

The financial assets under service concession arrangement represent the amounts of the investments not yet recovered by the tariff. As of 31 December 2024 and 2023, all financial assets related to concession agreements belong to OEDAŞ.

The maturity analysis of financial assets under service concession arrangement has shown as below;

	31 December 2024	31 December 2023
Up to 1 years	2,827,315	2,501,954
Between 1 to 2 years	2,827,315	2,501,954
More than 2 years	6,599,656	8,164,110
	12,254,286	13,168,018

The movements of the financial assets under service concession arrangement are as follows:

	1 January - 31 December 2024	1 January - 31 December 2023
Opening balance	13,168,018	18,575,812
Gross investments	1,913,605	2,448,044
Collections of subscriber connection fee	-	(570,122)
Net investments	1,913,605	1,877,922
Collections (-)	(2,827,337)	(2,799,354)
Assets classified as held for sale	-	(4,486,362)
Closing balance	12,254,286	13,168,018

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 10 - INVENTORIES

	31 December 2024	31 December 2023
Raw materials and spare parts	15,280,172	19,233,565
Finished goods	14,281,348	17,757,021
Trade goods	2,030,814	2,398,599
Work in progress	1,251,830	1,781,638
Other inventories	732,351	840,331
Provision for diminution in value of inventories (-)	(414,060)	(605,865)
	33,162,455	41,405,289

NOTE 11 - PREPAID EXPENSES

a) Short term prepaid expenses:

	31 December 2024	31 December 2023
Prepaid expenses	1,135,039	778,674
Advances given	684,718	2,019,856
- Advances given to related parties (Note 34)	3,715	3,143
- Advances given to third parties	681,003	2,016,713
	1,819,757	2,798,530

b) Long term prepaid expenses:

	31 December 2024	31 December 2023
Prepaid expenses	1,459,526	1,621,332
Advances given	574,656	593,197
	2,034,182	2,214,529

NOTE 12 - DERIVATIVE FINANCIAL INSTRUMENTS

	31 December 2024			31 December 2023		
	Fair Values			Fair Values		
	Contract amount (TL)	Assets	Liabilities	Contract amount (TL)	Assets	Liabilities
For hedging purposes						
Forward transactions	14,779,688	497,244	3,617	36,644,899	70,210	671,523
For trading purposes						
Interest rate swap transactions	-	-	-	20,874,079	496,168	-
Forward transactions	27,187,709	56,911	212,391	28,041,967	201,173	232,808
	41,967,397	554,155	216,008	85,560,945	767,551	904,331

Derivative financial instruments are initially recognized at cost and subsequently measured at fair value. The Group's derivative financial instruments consist of interest rate swaps and cross currency swaps.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 12 - DERIVATIVE FINANCIAL INSTRUMENTS (Continued)

Forward foreign currency purchase and sale transactions, which are among the derivative financial instruments, are accounted as derivative financial instruments held for hedging purposes in consolidated financial statements since they provide effective economic hedges against risks for the Group and meet the necessary conditions in terms of risk accounting. The Group recognizes gains and losses on hedges that are designated as effective under “hedging fund” in equity. Trading cross currency swaps are recognized as assets or liabilities in the balance sheet depending on whether their fair value is positive or negative, respectively. Gains and losses arising from changes in the fair value of cross currency swaps are recognized as income and expense in the consolidated statement of profit or loss.

As of 31 December 2023, interest rate swap transactions have been realized between related banks and Zorlu Doğal for predetermined amounts and interest payment periods. As of 31 December 2023, approximately 73% of Zorlu Doğal's project finance loan is subject to interest rate swap transactions and within the scope of the agreements concluded with banks, Zorlu Doğal eliminates the risk arising from interest rate changes as a result of fixing its floating rate loan with an average interest rate of 2.39%. Due to the early settlement of Zorlu Doğal's floating rate project finance loan, the interest rate swap was broken and the transaction was terminated as of 25 October 2024.

As of 31 December 2024, the Group has USD 695,839 thousand, EUR 335,927 thousand, GBP 139,822 thousand, PLN 26,121 thousand, SEK 100,568 thousand and TL 1,940,500 purchase commitment against USD 589,656 thousand, EUR 507,886 thousand, GBP 90,040 thousand, PLN 47,893 thousand, RUB 953,771 thousand and SEK 181,368 thousand forward foreign currency sales commitments (31 December 2023: USD 1,084,382 thousand, EUR 277,544 thousand, GBP 135,899 thousand, PLN 21,625 thousand, CNY 156,580 thousand purchase commitments against USD 419,731 thousand, EUR 705,294 thousand, GBP 142,433 thousand, PLN 60,525 thousand, RUB 987,000 thousand and TRY 4,417,056 forward foreign currency sales commitments).

NOTE 13 - OTHER ASSETS AND LIABILITIES

a) Other assets:

Other current assets:

	31 December 2024	31 December 2023
Deferred VAT	1,918,283	1,524,172
Income accruals	242,144	362,330
Other	408,734	443,350
	2,569,161	2,329,852

Other non-current assets:

	31 December 2024	31 December 2023
Deferred VAT	110,051	265,333
Other	38	4,470
	110,089	269,803

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 13 - OTHER ASSETS AND LIABILITIES (Continued)

b) Other current liabilities:

	31 December 2024	31 December 2023
Tax and funds payable	1,983,100	2,591,255
Other	1,456,257	2,538,575
	3,439,357	5,129,830

NOTE 14 – EQUITY ACCOUNTED INVESTEEES

The movement of equity accounted investees are as follows:

	2024	2023
As at 1 January	13,820,564	9,291,885
Share of profit/(loss) of equity accounted investees	(1,452,867)	1,339,331
Change in equity accounted investees ⁽¹⁾	(1,377,010)	1,343,083
Capital increase in associates	190,057	451,660
Electrip Global Ltd. share transfer effect	-	1,475,240
Dividends received	(198,440)	(80,635)
As at 31 December	10,982,304	13,820,564

⁽¹⁾ Changes in equity accounted investees include foreign currency translation differences and monetary gain/(loss) effect. Details of equity accounted investees are as follows:

	31 December 2024	31 December 2023
Electrip Global Ltd.	2,395,892	3,002,891
Dorad	2,856,986	3,348,005
TOGG	5,729,426	7,469,668
	10,982,304	13,820,564

Details of the share in losses of investments accounted for using the equity method are as follows:

	31 December 2024	31 December 2023
Electrip Global Ltd.	(101,590)	(68,392)
Dorad	503,962	167,250
TOGG	(1,855,239)	1,240,473
	(1,452,867)	1,339,331

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 15 - MINING ASSETS

	Mining assets	Total
Cost:		
1 January 2024	1,268,947	1,268,947
Additions	18,379	18,379
Disposals	(12,984)	(12,984)
Foreign currency translation differences	(226,987)	(226,987)
31 December 2024	1,047,355	1,047,355
Accumulated depreciation:		
1 January 2024	251,387	251,387
Additions	24,376	24,376
Disposals	(3,621)	(3,621)
Foreign currency translation differences	(99,183)	(99,183)
31 December 2024	172,959	172,959
Net book value	874,396	874,396
Cost:		
1 January 2023	1,267,735	1,267,735
Additions	51,885	51,885
Foreign currency translation differences	(50,673)	(50,673)
31 December 2023	1,268,947	1,268,947
Accumulated depreciation:		
1 January 2023	212,783	212,783
Additions	45,899	45,899
Foreign currency translation differences	(7,295)	(7,295)
31 December 2023	251,387	251,387
Net book value	1,017,560	1,017,560

NOTE 16 – CONTRACT ASSETS

	31 December 2024	31 December 2023
Other contract assets ⁽¹⁾	239,887	434,205
	239,887	434,205

⁽¹⁾ Contract assets consist of ongoing investment expenditures as at 31 December 2024 and 2023. Aforementioned investment expenditures have not yet been notified to EMRA by the Group and include amounts that cannot be recognized as financial assets related to concession agreements. They are recognized as financial assets associated to service concession agreements upon their notification to EMRA by the Company.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 17 - TANGIBLE ASSETS

Cost	Land	Land improvements	Buildings	Property, plant and machinery	Motor vehicles	Furniture and fixtures	Construction work in progress	Leasehold improvements	Total
1 January 2024	69,316,459	6,096,776	41,966,134	106,890,438	687,906	15,330,823	15,868,963	2,638,818	258,796,317
Additions	402,093	9,188	816,335	2,276,188	118,863	613,328	2,644,563	45,352	6,925,910
Transfers	-	(190,075)	917,865	(8,723,024)	17	122,678	(4,536,222)	390	(12,408,371)
Disposals	-	(2,838)	(182)	(2,322,046)	(33,941)	(39,385)	(2,427)	(72,239)	(2,473,058)
Foreign currency translation difference	(56,455)	(658,175)	(1,896,507)	(2,771,305)	(10,440)	(65,590)	(3,042,821)	(846,934)	(9,348,227)
Revaluation effect	8,034,348	337,743	1,609,353	4,394,398	-	-	-	-	14,375,842
31 December 2024	77,696,445	5,592,619	43,412,998	99,744,649	762,405	15,961,854	10,932,056	1,765,387	255,868,413
Accumulated depreciation:									
1 January 2024	-	-	-	-	274,008	13,624,202	-	2,189,596	16,087,806
Additions	-	348,872	1,962,993	11,694,196	121,804	609,770	-	104,985	14,842,620
Transfers	-	(334,925)	(2,604,957)	(9,583,517)	-	-	-	-	(12,523,399)
Disposals	-	(1,035)	(182)	(1,676,512)	(23,108)	(36,549)	-	(66,818)	(1,804,204)
Foreign currency translation difference	-	(12,912)	642,146	(434,167)	(9,099)	(63,623)	-	(819,814)	(697,469)
31 December 2024	-	-	-	-	363,605	14,133,800	-	1,407,949	15,905,354
Net book value	77,696,445	5,592,619	43,412,998	99,744,649	398,800	1,828,054	10,932,056	357,438	239,963,059

Depreciation expenses are included in cost of sales, operating expenses and other operating expenses and the details are presented in Notes 27, 28 and 29.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 17 - TANGIBLE ASSETS (Continued)

Cost	Land	Land improvements	Buildings	Property, plant and machinery	Motor vehicles	Furniture and fixtures	Construction work in progress	Leasehold improvements	Total
1 January 2023	62,292,925	5,309,554	40,899,375	128,147,207	627,134	14,974,579	22,351,907	2,730,387	277,333,068
Additions	34,164	14,576	419,268	2,380,998	379,801	542,900	4,389,191	166,672	8,327,570
Transfers	-	(57,333)	868,455	(5,850,880)	2,879	92,833	(7,227,870)	9,219	(12,162,697)
Disposals	(40,319)	(8,146)	(288,424)	(3,164,292)	(254,951)	(67,562)	(274,168)	(751)	(4,098,613)
Subsidiary disposal effect	-	-	-	(192,220)	(42,895)	(19,444)	(210,421)	(100,605)	(565,585)
Classified as held for sale	(13,033)	-	(11,768)	(7,788)	(20,311)	(178,546)	(33)	(26,872)	(258,351)
Foreign currency translation difference	(114,544)	1,204,072	(3,776,908)	(2,438,111)	(3,751)	(13,937)	(3,159,643)	(139,232)	(8,442,054)
Revaluation effect	7,157,266	(365,947)	3,856,136	(11,984,476)	-	-	-	-	(1,337,021)
31 December 2023	69,316,459	6,096,776	41,966,134	106,890,438	687,906	15,330,823	15,868,963	2,638,818	258,796,317
Accumulated depreciation:									
1 January 2023	-	-	-	-	492,404	13,106,424	-	2,288,282	15,887,110
Additions	-	338,594	1,744,416	13,295,987	56,972	744,330	-	102,799	16,283,098
Transfers	-	(327,771)	(1,355,494)	(10,463,415)	-	-	-	-	(12,146,680)
Disposals	-	(6,428)	(112,647)	(2,326,553)	(239,223)	(62,969)	-	(347)	(2,748,167)
Subsidiary disposal effect	-	-	-	(10,804)	(11,220)	(2,667)	-	(36,795)	(61,486)
Classified as held for sale	-	-	(3,477)	(7,135)	(20,199)	(139,067)	-	(25,311)	(195,189)
Foreign currency translation difference	-	(4,395)	(272,798)	(488,080)	(4,726)	(21,849)	-	(139,032)	(930,880)
31 December 2023	-	-	-	-	274,008	13,624,202	-	2,189,596	16,087,806
Net book value	69,316,459	6,096,776	41,966,134	106,890,438	413,898	1,706,621	15,868,963	449,222	242,708,511

The Group recognizes significant additions to non-current assets in the construction in progress account and transfers them to the related non-current asset account upon completion of the investment. As of 31 December 2024, construction in progress amounting to TL 10,932,056 (31 December 2023: TL 15,868,963) includes following investments:

	31 December 2024	31 December 2023
Energy segment	10,285,748	13,196,973
White goods and electronics segment	510,032	2,563,532
Textile segment	60,393	32,487
Holding segment	13,075	13,143
Other	62,808	62,828
	10,932,056	15,868,963

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 18 - INTANGIBLE ASSETS

Cost	Development cost	Service concession agreements	Customer relationships	Other rights	Other intangible asseers	Goodwill	Total
1 January 2024	17,994,119	8,156,862	3,098,934	3,033,515	3,100,488	3,573,575	38,957,493
Additions	1,666,271	-	-	28,115	284,327	-	1,978,713
Transfers	-	-	-	(101,131)	10,253	-	(90,878)
Disposals	(29,275)	-	-	(86,158)	(2,133)	-	(117,566)
Foreign currency translation difference	3,874	-	-	(16,216)	(9,970)	-	(22,312)
31 December 2024	19,634,989	8,156,862	3,098,934	2,858,125	3,382,965	3,573,575	40,705,450
Accumulated depreciation:							
1 January 2024	12,808,329	1,609,691	2,361,555	1,486,216	2,276,585	-	20,542,376
Additions	499,651	417,481	158,608	94,579	171,482	-	1,341,801
Transfers	-	-	-	(44,899)	-	-	(44,899)
Disposals	(690)	-	-	(83,213)	(676)	-	(84,579)
Foreign currency translation difference	(7,142)	-	-	(16,052)	(10,494)	-	(33,688)
31 December 2024	13,300,148	2,027,172	2,520,163	1,436,631	2,436,897	-	21,721,011
Net book value	6,334,841	6,129,690	578,771	1,421,494	946,068	3,573,575	18,984,439

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 18 - INTANGIBLE ASSETS (Continued)

Cost	Contract cost	Development cost	Service concession agreements	Customer relationships	Other rights	Other intangible asseers	Goodwill	Total
1 January 2023	1,502,666	15,813,170	8,156,862	3,098,934	3,421,395	2,974,458	3,573,575	38,541,060
Additions	-	2,185,807	-	-	213,421	202,270	-	2,601,498
Transfers	-	43	-	-	2,710	13,264	-	16,017
Disposals	-	(5,172)	-	-	(5,798)	(6,467)	-	(17,437)
Subsidiary disposal effect	-	-	-	-	(15,454)	-	-	(15,454)
Classified as held for sale	(1,502,666)	-	-	-	(577,636)	(73,196)	-	(2,153,498)
Foreign currency translation difference	-	271	-	-	(5,123)	(9,841)	-	(14,693)
31 December 2023	-	17,994,119	8,156,862	3,098,934	3,033,515	3,100,488	3,573,575	38,957,493
Accumulated depreciation:								
1 January 2023	716,853	11,528,638	1,193,350	2,203,379	1,527,637	2,222,564	-	19,392,421
Additions	56,130	1,289,740	416,341	158,176	124,850	116,143	-	2,161,380
Disposals	-	(683)	-	-	(5,612)	(1,275)	-	(7,570)
Subsidiary disposal effect	-	-	-	-	(7,505)	-	-	(7,505)
Classified as held for sale	(772,983)	-	-	-	(148,787)	(50,219)	-	(971,989)
Foreign currency translation difference	-	(9,366)	-	-	(4,367)	(10,628)	-	(24,361)
31 December 2023	-	12,808,329	1,609,691	2,361,555	1,486,216	2,276,585	-	20,542,376
Net book value	-	5,185,790	6,547,171	737,379	1,547,299	823,903	3,573,575	18,415,117

Depreciation and amortization are included in cost of sales, operating expenses and other operating expenses and the details are presented in Notes 27, 28 and 29.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 19 - RIGHT OF USE ASSETS

As at 31 December 2024 and 2023, the movement of right of use assets recognized in the consolidated financial statements is as follows:

	Buildings	Property, plant and machinery	Motor vehicles	Furniture and fixtures	Total
Cost					
1 January 2024	4,947,606	453,100	1,636,928	482,543	7,520,177
Additions	1,552,260	4,151	173,737	-	1,730,148
Transfers	-	(76,463)	-	-	(76,463)
Disposals	(363,793)	-	(123,431)	(830,593)	(1,317,817)
31 December 2024	6,136,073	380,788	1,687,234	(348,050)	7,856,045
Accumulated depreciation:					
1 January 2024	2,331,714	354,554	1,113,902	116,625	3,916,795
Additions	635,521	17,430	162,672	4,133	819,756
Transfers	-	(7,414)	-	-	(7,414)
Disposals	(301,213)	-	(100,285)	(438,063)	(839,561)
31 December 2024	2,666,022	364,570	1,176,289	(317,305)	3,889,576
Net book value	3,470,051	16,218	510,945	(30,745)	3,966,469

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 19 - RIGHT OF USE ASSETS (Continued)

	Buildings	Property, plant and machinery	Motor vehicles	Furniture and fixtures	Total
Cost					
1 January 2024	4,067,899	450,028	1,527,050	482,543	6,527,520
Additions	994,087	8,059	169,873	-	1,172,019
Transfers	-	(25,532)	-	-	(25,532)
Disposals	(64,254)	-	(58,462)	-	(122,716)
Revaluation effect	-	20,545	-	-	20,545
Classified as held for sale	(50,126)	-	(1,533)	-	(51,659)
31 December 2024	4,947,606	453,100	1,636,928	482,543	7,520,177
Accumulated depreciation:					
1 January 2024	608,542	27,939	240,271	-	876,752
Additions	-	(25,532)	-	-	(25,532)
Transfers	(52,521)	-	(51,135)	-	(103,656)
Classified as held for sale	(21,883)	-	(1,372)	-	(23,255)
31 December 2024	2,331,714	354,554	1,113,902	116,625	3,916,795
Net book value	2,615,892	98,546	523,026	365,918	3,603,382

Depreciation expenses are included in cost of sales, operating expenses and other operating expenses and details are presented in Notes 27, 28 and 29.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 20 - FINANCIAL LIABILITIES

Details of the Group’s financial borrowings as at 31 December 2024 and 2023 are as follows:

	Original currency		TL equivalent	
	31 December 2024	31 December 2023	31 December 2024	31 December 2023
SHORT TERM BORROWINGS				
Bank loans			58,316,101	43,813,753
- USD (*000)	872,143	443,504	30,719,755	18,850,033
- TL	18,359,291	13,850,466	18,359,291	13,850,466
- EUR (*000)	251,397	217,896	9,237,055	10,247,604
- CNY (*000)	-	145,484	-	865,650
Issued debt instruments			5,050,248	2,686,557
- TL	5,050,248	2,686,557	5,050,248	2,686,557
Total Short Term Borrowings			63,366,349	46,500,310
SHORT TERM PORTION OF LONG TERM BORROWINGS				
Bank loans			32,722,167	89,634,490
- USD (*000)	609,300	1,531,877	21,461,557	65,108,621
- EUR (*000)	285,924	369,463	10,505,677	17,375,770
- TL	721,300	7,145,451	721,300	7,145,451
- RUB (*000)	100,452	-	33,633	-
- NIS (*000)	-	394	-	4,648
Issued debt instruments			14,012,384	10,855,947
- TL	10,487,377	8,317,697	10,487,377	8,317,697
- USD (*000)	100,076	59,720	3,525,007	2,538,250
Lease liabilities			877,320	1,189,981
- TL	560,242	641,795	560,242	641,795
- USD (*000)	6,779	10,293	238,779	437,478
- EUR (*000)	2,131	2,354	78,299	110,708
Total Short Term Portion of Long Term Borrowings			47,611,871	101,680,418

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 20 - FINANCIAL LIABILITIES (Continued)

	Original currency		TL equivalent	
	31 December 2024	31 December 2023	31 December 2024	31 December 2023
LONG TERM BORROWINGS				
Bank loans			22,360,494	66,700,214
- EUR (*000)	374,626	343,172	13,764,846	16,139,309
- USD (*000)	223,917	1,075,087	7,887,096	45,693,866
- TL	447,255	4,811,222	447,255	4,811,222
- RUB (*000)	500,000	-	167,410	-
- NIS (*000)	5,145	4,732	49,641	55,817
- GBP (*000)	1,000	-	44,246	-
Issued debt instruments			46,599,968	10,433,629
- USD (*000)	865,020	237,975	30,468,858	10,114,566
- TL	16,131,110	319,063	16,131,110	319,063
Lease liabilities			1,465,370	1,909,349
- TL	1,431,359	1,614,412	1,431,359	1,614,412
- EUR (*000)	869	2,406	31,930	113,154
- PKR (*000)	16,538	19,895	2,081	3,018
- USD (*000)	-	4,206	-	178,765
Total Long Term Borrowings			70,425,832	79,043,192
TOTAL BORROWINGS			181,404,052	227,223,920

The movement of financial borrowings as at 31 December 2024 and 2023 is as follows:

	2024	2023
As at 1 January	227,223,920	279,670,662
Proceeds from bank loans and issued debt instruments	158,867,480	104,015,938
Cash outflows from bank loans and issued debt instruments	(153,626,974)	(119,477,757)
Cash outflows from lease agreements	(1,251,892)	(1,152,960)
Interest accruals	9,427,453	15,311,904
Interest paid	(29,071,514)	(23,021,452)
Change in exchange rate differences	21,475,281	71,923,762
Other reclassification	(511,125)	(110,254)
Monetary gain	(51,128,577)	(97,444,738)
Assets/(liabilities) classified as held for sale	-	(2,491,185)
As at 31 December	181,404,052	227,223,920

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 20 - FINANCIAL LIABILITIES (Continued)

The fair value of variable interest financial liabilities is assumed to be equivalent to the carrying amount of related liabilities due to the expectation that the variable interest rate will change with market interest rates.

As at 31 December 2024, the carrying amount of fixed interest financial liabilities is TL 110,158,458 (31 December 2023: TL 90,659,587) and the fair value is TL 111,338,180 (31 December 2023: TL 97,048,823).

Information on bonds issued in 2024 and 2023 by Zorlu Enerji, Korteks, Zorlu Faktoring, Vestel Elektronik and Vestel Beyaz Eşya can be found on websites of relevant companies at www.kap.org.tr.

The summary of bank loans and issued bonds by maturity is as follows:

	USD ('000)	EUR ('000)	TL and Other (TL equivalent)	TL equivalent
31 December 2024				
Not exceeding one year	1,581,519	537,321	34,651,849	110,100,900
Over one year and not exceeding two years	198,143	92,697	16,032,304	26,417,508
Over two years and not exceeding three years	159,847	120,901	237,551	10,310,144
Over three years and not exceeding four years	186,461	45,189	175,699	8,403,846
Over four years and not exceeding five years	122,657	40,261	131,921	5,931,612
Over five years	421,829	75,578	262,187	17,897,352
	2,670,456	911,947	51,491,511	179,061,362
	USD ('000)	EUR ('000)	TL and Other (TL equivalent)	TL equivalent
31 December 2023				
Not exceeding one year	2,035,101	587,359	32,870,469	146,990,747
Over one year and not exceeding two years	416,328	85,485	2,045,880	23,761,220
Over two years and not exceeding three years	331,654	59,124	845,792	17,722,510
Over three years and not exceeding four years	107,266	47,271	666,161	7,448,381
Over four years and not exceeding five years	156,765	42,394	492,822	9,149,509
Over five years	301,049	108,898	1,135,446	19,052,223
	3,348,163	930,531	38,056,570	224,124,590

Payment schedules for financial leasing debts are as follows:

	31 December 2024	31 December 2023
Less than a one year	877,320	1,189,981
More than a one year	1,465,370	1,909,349
	2,342,690	3,099,330

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 20 - FINANCIAL LIABILITIES (Continued)

Average annual effective interest rates of the Group’s bank borrowings as of 31 December 2024 and 2023 are as follows:

	31 December 2024 (%)	31 December 2023 (%)
USD	10.0	9.7
EUR	7.5	7.4
TL	22.6	34.5
RUB	19.0	-
NIS	5.5	5.5
PKR	7.2	5.5
GBP	7.5	-
CNY	-	8.0

NOTE 21 - PAYABLES FROM FACTORING SECTOR

	31 December 2024	31 December 2023
Borrowings ⁽¹⁾	86,053	263,661
Financial bonds	16,448	40,108
	102,501	303,769

⁽¹⁾ The Group has two separate bonds issued within the scope of the bond issuance plan during the period and not yet redeemed as of the end of 2024. All of bonds issued have fixed interest rates. On the maturity date, the principal amount paid for the bond will be repaid to the investor. TL 85,000 (31 December 2023: TL 259,881) of bonds amounting to TL 1,053 (31 December 2023: TL 3,780).

NOTE 22 - DEFERRED INCOME

a) Short term deferred income from third parties

	31 December 2024	31 December 2023
Advances received	2,624,916	3,630,670
- Advances received from third parties ⁽¹⁾	2,619,767	3,630,586
- Advances received from related parties (Note 34)	5,149	84
Other	180,052	864,500
	2,804,968	4,495,170

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 23 - PROVISIONS FOR EMPLOYMENT BENEFITS

Long Term Provisions for Employee Benefits

	31 December 2024	31 December 2023
Severance pay liability	3,713,142	3,849,876
	3,713,142	3,849,876

The movement schedule for the Group’s severance pay liability is as follows:

	2024	2023
As at 1 January	3,849,876	4,846,491
Service cost	467,531	714,759
Interest cost	683,013	412,766
Compensations paid	(863,064)	(1,345,173)
Actuarial gain/(loss)	804,615	650,979
Foreign currency translation difference	-	(95)
Subsidiaries excluded from the scope of consolidation	-	(65,391)
Monetary gain	(1,228,829)	(1,364,460)
As at 31 December	3,713,142	3,849,876

According to the Turkish Labor Law, the Group is obliged to pay severance pay to its personnel who have completed one year, whose relationship with the Group has been terminated or who have retired, who have completed 25 years of service (20 for women), who have retired (at the age of 58 for women, at the age of 60 for men), who have been called to military service or who have died. After the legislative amendment on 23 May 2002, some transitional period articles regarding the service period before retirement have been removed.

The compensation to be paid is one month’s salary for each year of service and this amount is limited to TL 41,828 (31 December 2023: TL 23,490) as at 31 December 2024. The severance pay obligation is not subject to any legal funding and there is no funding requirement. The severance pay provision is calculated by estimating the present value of the probable liability that will be required to be paid in the event of retirement of the employees.

TFRS published by POA requires the development of actuarial valuation methods to estimate the Group’s severance pay provision. Accordingly, the following actuarial assumptions were used in the calculation of the total liability:

	2024	2023
Real interest rate (%)	2.5 - 2.9	2.1 - 3.7
Assumed salary increase/inflation rate	23.3 - 23.6	19.2 - 22.0

The basic assumption is that the ceiling provision determined for each year of service will increase in proportion to inflation. Thus, the applied discount rate represents the real rate adjusted for the expected effects of inflation. The Group’s severance pay provision is calculated based on TL 46,655 (1 January 2024: TL 35,059) effective as at 1 January 2025, since the severance pay ceiling is adjusted every six months.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 24 – EQUITY

a) Share capital

As at 31 December 2024, the Company’s share capital is TL 3,325,000. Its sermaye capital is divided into 3,325,000,000 shares, each with a nominal value of TL 1. The Company’s shareholders and their share ratios in the capital as at 31 December 2024 and 2023 are as follows:

Name of Shareholder	Share in Capital (%)	Nominal Share Amount	Share in Capital (%)	Nominal Share Amount
Zorlu Family	100	3,325,000	100	3,325,000
	100	3,325,000	100	3,325,000
Capital adjustment differences		61,432,470		61,432,470
		64,757,470		64,757,470

Capital inflation adjustment differences present the adjustment difference resulting from the adjustment of the Group’s share capital amount according to inflation and not offset against previous years’ losses, respectively.

	PPI indexed amounts in legal records	CPI indexed amounts in financial statements prepared according to TAS 29	Difference in retained earnings
31 December 2024			
Capital Adjustment Differences	75,943,577	61,432,470	14,511,107
Restricted Reserves	749,429	635,209	114,220

b) Other comprehensive income and expenses not to be reclassified to profit or loss

Value increases/(decreases) recognized directly in equity and not recognized in the statement of profit or loss are presented below:

	31 December 2024	31 December 2023
Revaluation fund	54,158,420	50,792,020
Actuarial losses	(2,434,390)	(2,113,604)
	51,724,030	48,678,416

c) Other comprehensive income and expenses to be reclassified to profit or loss

Hedge fund consists of the effective portion of the cumulative net change in the fair value of cash flow hedges that have not yet affected profit or loss.

	31 December 2024	31 December 2023
Hedge fund	(16,562,862)	(19,343,669)
Foreign currency translation difference	53,597,643	76,527,709
	37,034,781	57,184,040

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 24 – EQUITY (Continued)

d) Restricted reserves and retained earnings

According to Turkish Commercial Code, legal reserves are divided into two groups: first and second legal reserves. First legal reserves are separated as 5% of net profit and continue until the total legal reserves reach 20% of share capital. Second legal reserves are separated as 10% of the profit distributed to shareholders exceeding 5% of the share capital. According to the Turkish Commercial Code, legal reserves can only be used to cover losses and to continue the business in cases where business is not going well or to prevent unemployment, as long as they do not exceed 50% of the share capital.

	31 December 2024	31 December 2023
Legal reserves	635,209	635,209
	635,209	635,209

NOTE 25 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES

25.1 Short term provisions

	31 December 2024	31 December 2023
Warranty expense provision	1,699,502	1,718,499
Short term provisions for employee benefits	439,012	527,967
Other long term provisions	2,215,005	2,718,251
	4,353,519	4,964,717

TL 230,899 (31 December 2023: TL 253,237) of other short-term provisions consist of lawsuit provisions.

25.2 Long term provisions

	31 December 2024	31 December 2023
Long term provisions for employee benefits (Note 23)	3,713,142	3,849,876
Warranty expense provision	600,155	504,113
Other long term provisions	34,033	65,415
	4,347,330	4,419,404

25.3 Guarantees received

	31 December 2024	31 December 2023
Letters of guarantee	10,582,783	15,606,437
Checks and notes	3,498,785	3,289,223
Mortgages and sureties	12,302,925	15,462,450
	26,384,493	34,358,110

The guarantees received consist of letters of guarantee, checks and promissory notes, mortgages and sureties received from customers in relation to sales made in relation to the Group’s activities.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 25 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

25.4 Guarantees/Pledges/Mortgages (“GPM”) given by the Group (Continued)

	31 December 2024	31 December 2023
In favor of its own legal entity	600,000	866,273
In favor of subsidiaries included in the scope of full consolidation	388,243,926	402,281,000
In favor of other Group companies	108,385,869	137,970,840
In favor of third parties	2,121,616	1,585,926
	499,351,411	542,704,039

Guarantees given generally consist of letters of guarantee, promissory notes and mortgages given to government agencies (including tax office, customs office, enforcement office and law courts) and banks for the loans obtained.

The ratio of other GPMs given by the Group to the Group’s equity is 86.96% as of 31 December 2024 (31 December 2023: 106.76%).

Information on Energy Group

The entire project finance loan of Zorlu Doğal was early repaid on 25 October 2024, using proceeds from the international bond issuance by Zorlu Enerji. Zorlu Doğal has acted as a guarantor for Zorlu Enerji’s international bond (Eurobond) issuance amounting to one billion USD, with a coupon rate of 11% and a maturity date of April 2030.

Zorlu Jeotermal has acted as a guarantor for Zorlu Enerji’s international bond (Eurobond) issuance amounting to one billion USD, with a coupon rate of 11% and a maturity date of April 2030.

Rotor has acted as a guarantor for Zorlu Enerji’s international bond (Eurobond) issuance amounting to one billion USD, with a coupon rate of 11% and a maturity date of April 2030.

The remaining portion of Zorlu Yenilenebilir’s bond issued for international sale, amounting to USD 262,500,000, was called back on 23 October 2024, using proceeds from Zorlu Enerji’s international bond issuance. Zorlu Yenilenebilir has acted as a guarantor for Zorlu Enerji’s Eurobond issuance amounting to one billion USD, with a coupon rate of 11% and a maturity date of April 2030.

Zorlu Osmangazi has acted as a guarantor for Zorlu Enerji’s Eurobond issuance amounting to one billion USD, with a coupon rate of 11% and a maturity date of April 2030.

The entire project finance loan of OEDAŞ was repaid early on 11 December 2024, using proceeds from the international bond issuance by Zorlu Enerji. In connection with this repayment, an intercompany loan agreement in the amount of USD 70,000,000 was executed between OEDAŞ and Zorlu Enerji, reflecting the same interest rate and maturity terms as the issued international bond. Pursuant to this agreement, the related amount was assigned by OEDAŞ to Zorlu Enerji as collateral under a receivables transfer agreement.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 25 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

25.4 Guarantees/Pledges/Mortgages (“GPM”) given by the Group (Continued)

Information on Energy Group (Continued)

Zorlu Enerji, together with JDECO (Jerusalem District Electricity Company), which holds a 25% stake in ZJ Strong, has acted as guarantor for the loan. Following repayments and all adjustments for reporting purposes, the outstanding loan balance currently stands at NIS 5.2 million.

Electricity purchase and sale commitments

Within the scope of electricity sales agreements OEDAŞ has committed to buy 799,541 MWh energy for 2024 and has bought the total of the committed amount.

OEPSAŞ has a electricity purchase commitment of 576,997 MWh for 2024. Within the scope of the electricity buying agreements made with energy companies, the Company has committed to buy 2,987,551 MWh energy for 2024 and fulfilled its commitment as at 31 December 2024.

Information on Textile Group

Korteks has the cross guarantee within the scope of Zorluteks’ existing bank loans, and Zorluteks has the cross guarantee within the scope of Korteks’ existing bank loans.

NOTE 26 - REVENUE

	1 January - 31 December 2024	1 January - 31 December 2023
Domestic sales revenue	110,643,063	127,709,972
Foreign sales revenue	102,999,808	122,483,581
Other	1,861,733	1,140,889
Gross revenue	215,504,604	251,334,442
Discount on sales (-)	(14,487,093)	(15,683,688)
Net revenue	201,017,511	235,650,754

NOTE 27 - COST OF SALES

	1 January - 31 December 2024	1 January - 31 December 2023
Raw materials and supplies expenses	126,781,089	149,138,015
Labor and personnel expenses	16,114,739	14,965,256
Depreciation and amortisation expenses	11,344,676	14,443,016
Energy distribution expenses	2,157,974	1,845,287
Maintenance and repair expenses	1,384,184	1,449,471
Other	7,474,496	7,612,689
	165,257,158	189,453,734

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 28 - NATURE OF OPERATING EXPENSES

Nature of operating expenses represent the sum of research and development expenses, marketing, selling and distribution expenses and general administrative expenses.

	1 January - 31 December 2024	1 January - 31 December 2023
Personnel expenses	9,346,137	9,209,781
Transportation and insurance expenses	6,442,001	6,720,375
Warrant expenses	4,703,293	4,478,617
Depreciation and amortization expenses	4,193,086	3,881,782
Advertising expenses	2,237,979	1,745,157
Audit, consultancy and outsource expenses	1,621,337	1,365,547
Rent expenses	556,840	722,853
Office expenses	434,552	411,142
Other	3,215,057	5,508,187
	32,750,282	34,043,441

NOTE 29 - OTHER OPERATING INCOME AND EXPENSES

a) Other operating income

	1 January - 31 December 2024	1 January - 31 December 2023
Foreign exchange gain from trading activities	2,161,857	3,491,294
Interest income related to weighted overage cost of capital correction	1,862,703	1,760,357
Interest income from trading activities	730,480	593,941
Provision released	614,968	558,011
Insurance income	19,051	151,920
Other	1,114,516	1,963,256
	6,503,575	8,518,779

b) Other operating expenses

	1 January - 31 December 2024	1 January - 31 December 2023
Foreign exchange loss from trading activities	7,889,258	22,910,971
Interest expense from trading activities	4,107,157	1,965,758
Provision expenses	1,284,481	888,078
Idle capacity expenses ⁽¹⁾	939,985	360,383
Amortization from receivables from service consession agreements	417,481	416,341
Amortization of customer relationship	158,608	158,176
Other	516,949	985,506
	15,313,919	27,685,213

⁽¹⁾ As of 31 December 2024, TL 914,702 is related to depreciation expense (31 December 2023: TL 340,257).

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 30 - INCOME AND EXPENSES FROM INVESTING ACTIVITIES

Income from investing activities

	1 January - 31 December 2024	1 January - 31 December 2023
Income from sale of subsidiary (Note 2.9)	4,635,994	4,251,452
Increase in value of financial assets held	-	1,729,135
Income from sale of marketable securities	950,405	5,069,640
Income from sale of fixed assets	752,382	770,043
Income from sale of associates (Note 2.9)	188,753	-
Other	1,532	5,735
	6,529,066	11,826,005

Loss from investing activities

	1 January - 31 December 2024	1 January - 31 December 2023
Loss from sale of fixed assets	553,122	1,191,889
	553,122	1,191,889

NOTE 31 - NET MONETARY POSITION GAINS/(LOSSES)

The monetary gain/(loss) effect on financial statements is presented in the tables below:

	31 December 2024
Non monetary items	
Statement of financial position items	46,833,736
Inventories	3,611,543
Equity accounted investees, financial investments	(5,973,800)
Tangible and intangible assets, and revaluation effect	58,977,613
Right of use assets	1,266,045
Deferred tax assets	2,881,654
Share capital	(19,905,742)
Hedge fund	9,234,994
Deposits received	(694,288)
Receivables from service consession agreements	4,047,544
Actuarial loss	961,461
Restricted reserve	(195,249)
Retained earnings	(7,378,039)
Profit or loss statement items	13,362,653
Revenue	(25,862,266)
Cost of sales	23,505,875
Research and development expenses	633,312
Sales and marketing expenses	2,650,768
General administrative expenses	961,600
Other operating income/(expenses)	1,679,361
Income/(expenses) from investing activities	1,535,644
Interest income/(expenses)	6,888,987
Deferred tax expense	1,369,372
Net monetary position gains	60,196,389

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 32 – FINANCIAL INCOME AND EXPENSES

a) Financial income

	1 January - 31 December 2024	1 January - 31 December 2023
Foreign exchange gains	7,404,172	13,384,194
Interest income	6,305,826	4,179,952
Other	262,210	46,810
	13,972,208	17,610,956

b) Financial expenses

	1 January - 31 December 2024	1 January - 31 December 2023
Interest expenses	35,269,714	31,273,226
Foreign exchange losses	32,910,147	90,014,767
Bank commission expenses	2,644,068	2,135,623
Derivative financial instruments expenses	2,386,529	2,650,261
Other	1,915,397	1,714,854
	75,125,855	127,788,731

NOTE 33 - TAX

Corporate tax

Turkish tax legislation does not allow the parent company to file a tax return on financial statements of its subsidiaries and affiliates. For this reason, tax provisions reflected in these consolidated financial statements are calculated separately for subsidiaries included in the full consolidation scope.

The corporate tax rate is applied to the tax base found by adding expenses that are not deductible according to tax laws to the commercial income of the corporations and by deducting exemptions and discounts included in tax laws. If the profit is not distributed, no other tax is paid, and if all or part of the profit is distributed as dividends to real persons; real persons and legal entities exempted or exempt from Income and Corporate Tax; limited taxpayer real persons and legal entities, a 15% income tax withholding is calculated. If the profit for the period is added to the capital, it is not considered as profit distribution and no withholding tax is applied.

The corporate tax rate is 25% for corporate income for 2024 taxation period. In financial statements dated 31 December 2024, 25% was used as the tax rate in deferred tax calculations.

50% of earnings from the sale of affiliate shares that have been in assets of corporations for at least two full years and 25% of earnings from the sale of real estates that were in assets on 15 July 2023 and were in assets for the same period are exempt from corporate tax. The corporate tax exemption is not applied to the income from the sale of real estates that are taken into account as of 15 July 2023.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 33 - TAX (Continued)

In the event that the investment discount right earned in accordance with the provisions valid before 24 April 2003 is used, a withholding tax of 19.8% will be calculated on the investment discount exemption amount used, regardless of whether the profit is distributed or not. There is no practice in Turkey to reach an agreement with the tax authority regarding the taxes to be paid. Corporate tax returns are submitted to the tax office by the evening of the 25th day of the fourth month following the month in which the accounting period is closed. However, authorities authorized to conduct tax audits may examine the accounting records within five years and the amounts of tax to be paid may change if any erroneous transactions are detected.

Deferred taxes

The Group calculates deferred tax assets and liabilities by taking into account the effects of temporary differences that arise as a result of the evaluation of timing differences between the balance sheet items and statutory financial statements. These differences generally arise from the fact that tax base amounts of some income and expense items are included in financial statements prepared in accordance with TAS in different periods.

In accordance with the “General Communiqué on Tax Procedure Law No. 555” published in the 2nd duplicate Official Gazette dated 30 December 2023 and numbered 32415, and Article 298 of Tax Procedure Law No. 213, it is essential that financial statements of the enterprises operating in Turkey for 2023 accounting period are subject to inflation adjustment. Inflation-adjusted financial statements will constitute an opening balance sheet basis in tax returns to be prepared as at 1 January 2024, and effects of inflation will not be taken into account in the calculation of the period tax for 2023. As at 31 December 2024, the tax rate used in calculating deferred tax assets and liabilities is 25% (31 December 2023: 25%).

	31 December 2024	31 December 2023
Deferred tax assets	7,927,961	8,216,942
Deferred tax liabilities	(13,303,947)	(14,244,932)
Deferred tax (liabilities)/assets, net	(5,375,986)	(6,027,990)

Cumulative temporary differences and related deferred tax assets and liabilities based on the expected tax rate in future periods calculated as of 31 December 2024 and 2023 are as follows:

	Total temporary differences		Deferred tax assets/(liabilities)	
	31 December 2024	31 December 2023	31 December 2024	31 December 2023
Property, plant and equipment and intangible assets	63,293,740	50,552,524	(8,449,001)	(10,140,608)
Receivables from service consession agreements	12,254,286	13,167,997	(3,063,571)	(3,292,004)
Carried forward tax losses	(10,513,884)	(20,493,334)	2,803,324	5,123,334
Indexation of deposits received	(1,553,606)	(1,391,598)	388,402	347,900
Provisions for employee benefits	(4,152,154)	(4,377,843)	1,038,039	1,094,461
Investment incentive allowance	(5,438,239)	(4,991,922)	1,359,560	1,247,980
Provision for warranty expenses	(2,299,657)	(2,222,612)	574,914	555,653
R&D allowance	(5,922,940)	(5,046,154)	1,480,735	1,261,538
Other	5,939,727	8,754,723	(1,508,388)	(2,226,244)
Deferred tax assets/(liabilities), net	51,607,273	33,951,781	(5,375,986)	(6,027,990)

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 33 - TAX (Continued)

Deferred taxes (Continued)

Movements of deferred tax assets and liabilities for periods ended 31 December 2024 and 2023 are as follows:

	2024	2023
As at 1 January	(6,027,990)	(10,857,019)
Deferred tax income	1,905,009	4,744,575
Deferred tax assets/(liabilities) recognized in equity	(2,333,832)	410,465
Foreign currency translation differences	(448,912)	740,776
Discontinued operations (net) recognized in profit or loss	-	(501,749)
Reclassified for sale	-	(202,118)
Disposal of subsidiaries	-	6,531
Other	1,529,739	(369,451)
As at 31 December	(5,375,986)	(6,027,990)

NOTE 34 - RELATED PARTY TRANSACTIONS

i) Related party balances

a) Short term trade receivables from related parties

	31 December 2024	31 December 2023
Zorlu USA Incorporation (“Zorlu USA”)	672,079	750,347
ZES Dijital Ticaret A.Ş. (“ZES Dijital”)	435,786	59,266
TOGG	430,982	556,756
Edeltech Ltd.	105,700	907,135
Ashdod Energy Ltd.	-	608,844
Ramat Negev Energy Ltd.	-	654,561
Other	211,018	204,752
	1,855,565	3,741,661

b) Short term other recevables from related parties

	31 December 2024	31 December 2023
Lentatek ⁽¹⁾	502,176	170,798
ZES Dijital	-	21,956
Other	298	11,445
	502,474	204,199

⁽¹⁾ As of 31 December 2024, the Group’s short term receivables from Lentatek amounting to USD 14,257 thousand equivalent of TL 502,176 (31 December 2023: original balance is TL 170,798) has an annual interest rate of 9% (31 December 2023: 50%).

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 34 - RELATED PARTY TRANSACTIONS (Continued)

c) Prepaid expenses to related parties

	31 December 2024	31 December 2023
Zorlu Tesis Yönetim A.Ş. (“Zorlu Tesis”)	2,637	3,143
Other	1,078	-
	3,715	3,143

d) Long term other recevables from related parties

	31 December 2024	31 December 2023
Zorlu Gayrimenkul Geliştirme ve Yatırım A.Ş. (“Zorlu Gayrimenkul”) ⁽¹⁾	6,081,940	7,065,487
Lentatek ⁽²⁾	2,373,271	1,825,067
Other	150,362	1,526,395
	8,605,573	10,416,949

⁽¹⁾ All of the Group’s long-term receivables from Zorlu Gayrimenkul Yatırım A.Ş. are financing receivables and as of 31 December 2024, USD 172,668 thousand equivalent to TL 6,081,940 (31 December 2023: original balance is USD 166,237 thousand and TL equivalent to TL 7,065,487 adjusted to the purchasing power of TL as of 31 December 2024) with an annual interest rate of 9% (31 December 2023: 8%).
⁽²⁾ All of the Group’s long-term receivables from Lentatek are financing receivables and as of 31 December 2024, USD 67,378 thousand equivalent of TL 2,373,271 (31 December 2023: original balance is USD 42,940 thousand and TL equivalent of TL 1,825,067 adjusted to the purchasing power at 31 December 2024).

e) Short term trade payables to related parties

	31 December 2024	31 December 2023
Sichuan Zorluteks Yinhua Co. Ltd. (“Sichuan Zorluteks”)	90,490	68,372
Zorlu Tesis	63,174	38,073
Zorlu Gayrimenkul	61,974	9,727
ZES Dijital	52,466	174,128
Defneteks Ev Tekstil Ürünleri Sanayi ve Ticaret A.Ş. (“Defneteks”)	17,619	42,102
Other	51,213	71,142
	336,936	403,544

f) Short term other payables to related parties

	31 December 2024	31 December 2023
Zorlu Family	1,060,829	4,508,937
Other	11,908	15,206
	1,072,737	4,524,143

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 34 - RELATED PARTY TRANSACTIONS (Continued)

g) Deferred income from related parties

	31 December 2024	31 December 2023
Other	5,149	84
	5,149	84

All other transactions between the Company and its subsidiaries that are not mentioned in this note have been eliminated in consolidation. Details of the transactions between the Group and other related parties are explained below.

h) Sales transactions with related parties

	1 January - 31 December 2024	1 January - 31 December 2023
TOGG	1,585,318	1,464,318
ZES Dijital	349,355	380,202
Zorlu Tesis	300,049	339,930
Arzum Tekstil Pazarlama ve Ticaret Ltd. Şti.	162,522	176,542
Zorlu Gmbh	70,147	43,764
Antik Dantel Sanayi ve Ticaret A.Ş.	66,454	60,556
Other	247,971	381,553
	2,781,816	2,846,865

ı) Purchase transactions with related parties

	1 January - 31 December 2024	1 January - 31 December 2023
TOGG	1,419,737	1,394,293
Defneteks	281,696	113,376
Zorlu Tesis	141,821	170,593
ZES Dijital	97,606	13,386
Zorlu Gayrimenkul	75,383	83,246
Other	406,541	220,288
	2,422,784	1,995,182

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 34 - RELATED PARTY TRANSACTIONS (Continued)

i) General administrative, marketing and research and development expenses from related parties

	1 January - 31 December 2024	1 January - 31 December 2023
Zorlu Gayrimenkul	89,375	117,391
Mehmet Zorlu Eğitim,Sağlık,Kültür ve Yardımlaşma Vakfı	84,210	55,928
ZES Dijital	64,395	628
Zorlu Tesis	40,035	55,644
Other	70,268	57,966
	348,283	287,557

j) Operating income/(expenses) from related parties, net

	1 January - 31 December 2024	1 January - 31 December 2023
Zorlu USA	125,124	364,631
ZES Dijital	52,632	16,834
Defneteks	31,189	21,694
Other	28,725	63,863
	237,670	467,022

k) Interest income/(expenses) from related parties, net

	1 January - 31 December 2024	1 January - 31 December 2023
Lentatek	1,017,142	680,254
Zorlu Gayrimenkul	571,270	507,570
Other	204,472	(57,016)
	1,792,884	1,130,808

l) Foreign exchange gains/(losses) from related parties, net

	1 January - 31 December 2024	1 January - 31 December 2023
Zorlu Gayrimenkul	1,143,687	3,230,076
Lentatek	134,579	744
Other	(201,458)	(2,246,079)
	1,076,808	984,741

Sales and purchase transactions with related parties generally include sales and purchase transactions of products and services within the scope of the main activity.

Foreign exchange gains/(losses) and interest income/(expenses) from related parties are related to receivables and payables to/from related parties in financing purpose.

Operating income and expenses are related to the late interest income/expenses and foreign exchange gains/losses related to the Group’s trade receivables and payables from/to related parties.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 34 - RELATED PARTY TRANSACTIONS (Continued)

ii) For periods 1 January - 31 December 2024 and 2023, benefits provided to key management of the Group

The Group’s key management is determined as Board Members, General Manager, Deputy General Manager and Directors. Benefits provided to the Group’s key management are presented below:

	1 January - 31 December 2024	1 January - 31 December 2023
Salaries and benefits	971,248	994,703

NOTE 35 – EARNINGS/(LOSS) PER SHARE

Earnings/(loss) per share disclosed in the consolidated statement of profit or loss is determined by dividing loss by the weighted average number of ordinary shares in issue during the period concerned.

	1 January - 31 December 2024	1 January - 31 December 2023
Earnings/(loss) for the period	1,232,231	(1,690,176)
Issued ordinary shares weighted average number	3,325,000,000	3,325,000,000
Earnings/(loss) per share (TL)	0.37	(0.51)

As at and for the years ended 31 December 2024 and 2023 each of which has a nominal value of TL 1.

NOTE 36 - NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS

Financial Risk Management

The Group is subject to various financial risks including liquidity risk, market risk (foreign currency risk and interest rate risk), funding risk, capital risk and credit risk.

The Group’s activities are subject to variety of financial risks, including the effects of changes in debt and equity market prices, foreign exchange rates and interest rates. The Group’s risk management program aims to minimize the potential adverse effects of market fluctuations. The Group has determined the policies summarized below for the management of risks arising from financial instruments.

Liquidity Risk

Liquidity risk comprises the risk that the Group becoming unable to make required payments. The Group manages liquidity risk by carefully monitoring long-term debt payment dates and at the same time providing the necessary cash within the framework of daily workflow. Liquidity needs are determined separately for each day and weekly and monthly cash needs are constantly revised and forecasts are prepared. In addition, 180-day and 360-day cash requirement forecasts are prepared each month. As at 31 December 2024 and 2023, the analysis of the Group’s financial liabilities according to their maturities is as follows:

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 36 - NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (Continued)

Liquidity Risk (Continued)

Non-derivative financial liabilities

		Total cash flows in accordance with contract	Less than 3 months	3 - 12 months	1 - 5 years	Over 5 years
2024	Book value					
Financl liabilities	179,061,362	222,148,888	40,668,463	81,348,326	96,162,239	3,969,860
Lease liabilities	2,342,690	2,364,782	233,789	665,623	1,465,370	-
Other financial liabilities	1,201,773	1,201,773	-	996,781	204,992	-
Payables from factoring sector	102,501	102,501	52,186	50,315	-	-
Trade payables	55,693,703	55,998,158	51,306,214	4,545,615	113,844	32,485
Other payables	3,624,820	3,624,820	2,023,533	1,601,287	-	-
Other liabilities	3,439,720	3,439,720	714,368	2,724,989	363	-
	245,466,569	288,880,642	94,998,553	91,932,936	97,946,808	4,002,345

		Total cash flows in accordance with contract	Less than 3 months	3 - 12 months	1 - 5 years	Over 5 years
2023	Book value					
Financl liabilities	224,124,590	263,851,740	89,887,737	83,235,760	63,763,118	26,965,125
Lease liabilities	3,099,330	3,117,556	173,361	997,285	1,946,910	-
Other financial liabilities	2,189,816	2,189,816	-	1,818,741	371,075	-
Payables from factoring sector	303,769	303,769	128,625	175,144	-	-
Trade payables	71,853,294	72,013,722	62,455,509	9,276,976	172,156	109,081
Other payables	8,665,455	8,665,455	1,918,200	5,544,812	1,202,443	-
Other liabilities	5,129,855	5,129,855	2,342,556	2,787,274	25	-
	315,366,109	355,271,913	156,905,988	103,835,992	67,455,727	27,074,206

The table above provides an analysis of the Company’s financial liabilities by appropriate maturity groupings based on the remaining period from the balance sheet date to the contractual maturity date. However, maturities realized during the operating period may differ from the contractual maturity dates.

Interest rate risk

Interest rate risk includes effects of changes in interest rates on profitability as presented in the financial statements. The Group is exposed to changes in interest rates in domestic and international markets. These risks are managed using natural hedges that arise from offsetting interest rate dependent assets and liabilities.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 36 - NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (Continued)

Interest risk (Continued)

The Group’s interest rate sensitive financial instruments are as follows:

	2024	2023
Fixed interest rate financial instruments		
Cash and cash equivalents (Note 4)	1,211,002	4,906,480
Financial liabilities (Note 20)	110,158,458	90,659,587
Lease liabilities (Note 20)	2,342,690	3,099,330
Payables from factoring sector (Note 21)	102,501	303,769
Variable interest rate financial instruments		
Other receivables from related parties (Note 7)	9,108,047	10,621,148
Other payables to related parties (Note 7)	1,072,737	4,524,143
Financial liabilities (Note 20)	68,902,904	133,465,003

Foreign exchange risk

The Group’s transactions are mainly denominated in EUR and USD. Foreign currency risk arises from the Group’s foreign sales and purchases, trade receivables, bank borrowings and trade payables denominated in foreign currencies. Foreign currency risk also arises from forward transactions, other financial assets and liabilities and foreign subsidiaries.

The Group manages its foreign currency risk by organizing its foreign currency assets and liabilities in a balanced manner and matching the maturities of assets and liabilities and foreign currency positions.

2024	USD (‘000)	EUR (‘000)	Other (TL)	Total TL equivalent
Cash and cash equivalents	33,283	22,724	144,754	2,152,037
Trade and other receivables	431,413	266,896	620,656	25,622,979
Foreign currency assets	464,696	289,620	765,410	27,775,016
Trade and other payables	856,216	250,229	103,870	39,456,762
Short term financial liabilities	1,588,298	539,452	33,633	75,799,762
Long term financial liabilities	1,088,937	375,495	263,378	52,416,109
Foreign currency liabilities	3,533,451	1,165,176	400,881	167,672,633

Derivative financial instruments				
Assets	695,839	335,927	6,732,951	43,585,629
Liabilities	(589,656)	(507,886)	(5,295,426)	(44,726,261)
Foreign currency position, net	(2,962,572)	(1,047,515)	1,802,054	(141,038,249)
Import	1,399,694	169,623	68,574	55,766,421
Export	500,903	1,099,210	4,970,989	102,071,063

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 36 - NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (Continued)

Foreign exchange risk (Continued)

2023	USD (‘000)	EUR (‘000)	Other (TL)	Total TL equivalent
Cash and cash equivalents	190,313	15,269	39,380	8,846,258
Trade and other receivables	419,291	251,995	3,505,707	33,177,901
Foreign currency assets	609,604	267,264	3,545,087	42,024,159
Trade and other payables	1,104,449	211,982	252,531	57,163,858
Short term financial liabilities	2,045,394	589,713	870,298	115,538,762
Long term financial liabilities	1,317,268	345,578	58,835	72,298,495
Foreign currency liabilities	4,467,111	1,147,273	1,181,664	245,001,115
Derivative financial instruments				
Assets	1,084,382	277,544	5,896,179	65,037,975
Liabilities	(419,731)	(705,294)	(6,109,874)	(57,119,329)
Foreign currency position, net	(3,192,856)	(1,307,759)	2,149,728	(195,058,310)
Import	1,550,266	212,398	632,207	62,005,990
Export	741,936	1,599,007	9,967,670	119,434,736

As of 31 December 2024, if all foreign currencies had strengthened/weakened by 10% against TL with all other variables held constant, profit before tax as a result of foreign exchange losses/gains on assets and liabilities would have been TL 14,103,825 (31 December 2023: TL 19,505,831) lower/higher.

(d) Capital risk management

The Group manages its capital to ensure that it will be able to continue as a going concern while maximizing the return to stakeholders through the optimization of the debt and equity balance.

The Group's cost of capital and the risks associated with each class of capital are assessed by senior management. Based on assessments of senior management, the Group aims to balance its capital structure through the payment of dividends and issuance of new shares, as well as through the acquisition of new debt or the repayment of existing debt.

As at 31 December 2024 and 2023, net financial debt/invested capital ratio is as follows:

	31 December 2024	31 December 2023
Total financial liabilities (Note 20)	181,404,052	227,223,920
Less: Cash and cash equivalents (Note 4)	(5,294,061)	(11,679,796)
Net financial debt	176,109,991	215,544,124
Total equity	127,083,894	126,280,491
Invested capital	303,193,885	341,824,615
Net financial debt/invested capital	58%	63%

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 36 - NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (Continued)

(e) Credit Risk

The Group's credit risk is the aggregate of financial assets at the balance sheet date. Credit risk is the risk that a company's receivables will not be collected. The Group continuously monitors delinquent customers and their guarantors, either individually or as a group, and incorporates this information into credit risk controls. Credit ratings are obtained from external credit rating agencies for customers and guarantors where the cost is reasonable. The Group's policy is to deal only with creditworthy entities.

There is no significant credit risk related to an organization or group among trade receivables and other receivables. The credit risk related to cash and cash equivalents and other short-term receivables is negligible because banks holding the cash and cash equivalents are of high quality and have credit ratings.

The Group has applied the simplified approach specified in TFRS 9 for the calculation of the expected credit loss allowance for trade receivables. This approach permits the application of a lifetime expected credit loss allowance for all trade receivables. To measure expected credit losses, the Group first categorizes its trade receivables by maturity and credit risk characteristics. Using past credit loss experience and forward-looking macroeconomic indicators, an expected credit loss rate is calculated for each class of trade receivables and the expected credit loss allowance is calculated by multiplying the rate determined by total trade receivables. As at 31 December 2024 and 2023, the Group's credit risks exposed by types of financial instruments are as follows:

	Receivables					
	Trade receivables		Other receivables		Bank amount	Other
	Related party	Third party	Related party	Third party		
31 December 2024						
Portion of maximum risk under guarantee with collaterals, etc.						
A. Net book value of financial assets that are neither overdue nor impaired	1,855,565	17,800,949	9,108,047	2,557,534	4,899,593	394,468
B. Carrying amount of financial assets with renegotiated terms that would otherwise be considered overdue or impaired	-	-	-	-	-	-
		-				
C. Net book value of assets that are overdue but not impaired	-	7,504,938	-	-	-	-
- Portion secured with collateral, etc.	-	(4,541,843)	-	-	-	-
D. Net book value of impaired assets	-	-	-	-	-	-
- Overdue (gross carrying amount)	-	1,226,645	-	8,490	-	-
- Impairment (-)	-	(1,233,578)	-	(8,490)	-	-
- Portion secured with collateral, etc.	-	6,933	-	-	-	-
	1,855,565	25,305,887	9,108,047	2,557,534	4,899,593	394,468

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 36 - NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (Continued)

e) Credit Risk (Continued)

Receivables						
	Trade receivables		Other receivables		Bank	Other
	Related	Third	Related	Third		
31 December 2023	party	party	party	party	amount	
Portion of maximum risk under guarantee with collaterals, etc.						
A. Net book value of financial assets that are neither overdue nor impaired	3,741,661	18,630,750	10,621,148	4,921,698	11,354,534	325,262
B. Carrying amount of financial assets with renegotiated terms that would otherwise be considered overdue or impaired	-	-	-	-	-	-
C. Net book value of assets that are overdue but not impaired	-	14,348,804	-	-	-	-
- Portion secured with collateral, etc.	-	(7,730,333)	-	-	-	-
D. Net book value of impaired assets	-	-	-	-	-	-
- Overdue (gross carrying amount)	-	1,088,513	-	-	-	-
- Impairment (-)	-	(1,096,529)	-	-	-	-
- Portion secured with collateral, etc.	-	8,016	-	-	-	-
	3,741,661	32,979,554	10,621,148	4,921,698	11,354,534	325,262

Fair value of financial instruments

Fair value is the amount at which a financial instrument could be exchanged in a current transaction between willing parties, other than in a forced sale or liquidation, and is best evidenced by a quoted market price, if one exists.

The fair values of financial instruments that are not traded in an active market have been determined by the Group using available market information and appropriate valuation methodologies. However, judgement is necessarily required to interpret market data to estimate fair value. Accordingly, estimates presented herein may differ from the amounts the Group could realize in a current market exchange.

The following methods and assumptions were used to estimate the fair value of the financial instruments for which it is practicable to estimate fair value.

Monetary assets

The fair values of the balances in foreign currency translated at year-end rates are estimated to be close to their book values. It is anticipated that book values of financial assets shown at cost, including cash and cash equivalents, are equal to their fair values due to their short-term nature.

It is estimated that the carrying values of trade receivables, together with the related impairment provisions, reflect the fair value. It is assumed that the fair value of the financial assets approximates the book value of the related assets.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 36 - NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (Continued)

Monetary liabilities

Fair values of bank borrowings and other monetary liabilities are considered to approximate their book values due to their short-term nature.

Trade payables are stated at fair value.

Long-term borrowings denominated in foreign currencies are translated at year-end exchange rates and accordingly their fair values approximate their book values. Book values of bank borrowings and accrued interest are estimated to approximate their fair values.

Fair value estimation

The Group classifies the fair value measurement of each class of financial asset and liabilities according to the source, using the three-level hierarchy, as follows:

Level 1: Market price valuation techniques for the determined financial instruments traded in markets (unadjusted).

Level 2: Other valuation techniques includes direct or indirect observable inputs.

Level 3: Valuation techniques does not contain observable market inputs.

The fair value measurement hierarchy table as at 31 December 2024 is as follows:

Assets carried at fair value in the statement of financial position	Level 1	Level 2	Level 3
Land (Note 17)	-	77,696,445	-
Land improvements (Note 17)	-	5,592,619	-
Buildings (Note 17)	-	43,412,998	-
Property, plant and equipment (Note 17)	-	99,744,649	-
Financial assets (Note 5)	-	18,337,044	-
Derivative financial instruments (Note 12)	-	554,155	-
Liabilities carried at fair value in the statement of financial position	Level 1	Level 2	Level 3
Derivative financial instruments (Note 12)	-	216,008	-

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 36 - NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (Continued)

Fair value estimation (Continued):

The fair value measurement hierarchy table as at 31 December 2023 is as follows:

Assets carried at fair value in the statement of financial position	Level 1	Level 2	Level 3
Land (Note 17)	-	69,316,459	-
Land improvements (Note 17)	-	6,096,776	-
Buildings (Note 17)	-	41,966,134	-
Property, plant and equipment (Note 17)	-	106,890,438	-
Financial assets (Note 5)	-	57,891,108	-
Derivative financial instruments (Note 12)	-	767,551	-

Liabilities carried at fair value in the statement of financial position	Level 1	Level 2	Level 3
Derivative financial instruments (Note 12)	-	904.331	-

NOTE 37 - FEES FOR SERVICES RECEIVED FROM INDEPENDENT AUDITOR/ INDEPENDENT AUDIT FIRM

As at 31 December 2024 and 2023, the Group’s explanation regarding the fees for the services provided by independent audit firms, which is prepared in accordance with the Board Decision of POA published in the Official Gazette dated 30 March 2021 and based on the POA letter dated 19 August 2021, is as follows:

	31 December 2024	31 December 2023
Independent audit and other fees for the reporting period	84,693	62,133
	84,693	62,133

NOTE 38 - SUBSEQUENT EVENTS

Developments in Energy Group

As publicly disclosed on 23 October 2024 and 30 October 2024, Zorlu Enerji has issued additional sustainability related bonds with a nominal value of USD 100 million in Regulation S format to be consolidated with bonds with a nominal value of USD 1 billion with a maturity date of 23 April 2030, which are sold to qualified investors abroad and listed on Irish Stock Exchange (Euronext Dublin) in “Regulation S” and “Rule 144A” format. Bonds issued will be redeemed every six months in the amount of USD 5,625,000 starting from the third year and USD 71,875,000 at maturity. Bonds will be traded on Irish Stock Exchange (Euronext Dublin).

Amounts related to the sale of these bonds were transferred to Zorlu Enerji accounts on 6 March 2025.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 38 - SUBSEQUENT EVENTS (Continued)

Developments in Energy Group (Continued)

Pursuant to material event disclosures dated 6 March 2025 and 17 April 2025, it has been decided to sign a Share Purchase Agreement between Zorlu Enerji and Phoenix Group located in Israel regarding the sale of all of Zorlu Enerji’s shares corresponding to 25% of the capital of Dorad located in Israel. Within the scope of the aforementioned sale, as per the Shareholders’ Agreement between the existing shareholders of Dorad, the pre-emption right was exercised by Ellomay Luzon Energy Infrastructures Ltd. (“Ellomay Luzon”) and Edelcom Ltd. (“Edelcom”), existing shareholders of Dorad, in proportion to their shares. Accordingly, Share Purchase Agreements have been signed for the transfer of 15% of Dorad’s capital subject to pre-emption rights to Edelcom and Ellomay Luzon in equal shares and the sale of the remaining 10% shares not subject to pre-emption rights to Phoenix Group is ongoing. Share Purchase Agreements with Edeltech, Ellomay Luzon and Phoenix Group contain the same terms and conditions. Upon completion of share transfers, which will be realized through contractual price adjustments upon the approval of Dorad’s Board of Directors, obtaining legal permissions and fulfillment of contractual conditions, Zorlu Enerji will no longer have a stake in Dorad’s capital.

Developments in Textile Group

As per the material event disclosure dated 17 January 2025, Saha Kurumsal Yönetim ve Kredi Derecelendirme Hizmetleri A.Ş. has evaluated the consolidated structure of Korteks and assigned a short-term national rating of “(TR) A3” with a “Stable” outlook. Korteks’ long-term national rating outlook is “(TR) BBB/Stable”.

- Korteks,
- As of 23 January 2025, the Company has issued floating rate bonds with a maturity of 371 days and a nominal value of TL 565.000, with a coupon payment every 3 months and principal and interest payments at maturity.
 - As of 28 February 2025, the Company has issued floating rate bonds with a nominal value of TL 200,000 and a maturity of 405 days, with a coupon payment every 3 months and principal and interest payments at maturity.
 - As of 10 April 2025, the Company issued floating rate bonds with a nominal value of TL 465,000 and a maturity of 399 days, with monthly coupon payments and principal and interest payments at maturity.

Developments in White Goods and Electronics Group

Vestel Holland B.V., a subsidiary of the Group incorporated in the Netherlands, has decided to acquire 120,000 shares with a nominal value of EUR 1 each in Gruppo Industriale Vesit S.p.A., a company incorporated under the laws of Italy with a registered address in Milan, together with all its rights and obligations, by paying EUR 120,000 in cash and a share transfer agreement has been concluded between the parties for this purpose and the share transfer has been realized on 9 January 2025.

ZORLU HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT AND FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in thousands of Turkish Lira (“TL”) with the purchasing power of 31 December 2024 unless otherwise stated.)

NOTE 38 - SUBSEQUENT EVENTS (Continued)

Developments in White Goods and Electronics Group (Continued)

Pursuant to the decision of the Boards of Directors of Vestel Beyaz Eşya and Vestel Elektronik dated 11 March 2025, it has been resolved to issue debt instruments in Turkish Lira, in various maturities up to 5 years, in one or more instalments, up to an amount not exceeding TL 5,000,000, and in various maturities up to 5 years, in one or more instalments, in the form of sales to qualified investors without public offering in the domestic market, and to make a debt instrument issuance application to the Capital Markets Board in this context.

An amendment agreement was signed on 25 March 2025 between Vestel Ticaret A.Ş., a wholly-owned subsidiary of Vestel Elektronik, and Sharp Corporation to extend the scope of the current cooperation in the field of white goods and small household appliances in Europe and to extend the terms of the existing brand license, distributorship and service level agreements until the end of 2029, effective from 1 January 2025.

Pursuant to the material event disclosure dated 29 March 2025, JCR-Eurasia Rating, during its periodic review process, has revised Vestel Beyaz Eşya’s Long Term National Rating to “AA (tr)” with a stable outlook, while Vestel Beyaz Eşya’s Short Term National Corporate Credit Rating is assessed as “J1+ (tr)/Stable”. Vestel Beyaz Eşya’s Long-Term International Foreign and Local Currency Ratings and outlooks were revised as “BB/Stable”.

On 29 March 2025, based on the material event disclosure dated 29 March 2025, JCR-Eurasia Rating revised Vestel Elektronik’s Long Term National Rating to “A- (tr)” and the outlook on the said rating to “Stable”. The Short Term National Corporate Credit Rating was revised to “J2 (tr)” with a stable outlook. Vestel Elektronik’s Long Term International Foreign and Local Currency Ratings and outlooks were revised as “BB/Stable”.

On 15 April 2025, the international rating agency Moody’s revised Vestel Elektronik’s Long Term Corporate Family Rating (CFR) from “B3” to “Caa1” and the Probability of Default Rating (PDR) from “B3-PD” to “Caa1-PD”. Ratings on guaranteed senior unsecured bonds issued by Vestel Elektronik amounting to USD 500 million with a maturity of 2029 have been revised from “B3” to “Caa1”. Outlooks of the ratings were changed from “Stable” to “Negative”.

Developments in Holding Group

Zorlu Holding participated in Zorlu Alfa Solar Hücre Üretimi A.Ş., which was established on 20 March 2025 with a capital of TL 250,000, with a 50% shareholding rate.

CONTACT

Levent 199, Büyükdere Cad. No. 199 34394 Şişli-İstanbul
Tel: +90 (212) 456 20 00
Fax: +90 (212) 422 00 49

www.zorlu.com.tr
For information: kurumsaliletisimvesurdurulebilirlik@zorlu.com

www.facebook.com/zorluholding
www.twitter.com/zorluholdingtr
www.linkedin.com/company/zorlu-holding
www.instagram.com/zorluholding
https://www.youtube.com/zorluholding

