OVERVIEW

1- Company Information

1.1 Trade Name: Odaş Elektrik Üretim Sanayi Ticaret A.Ş.
1.2 Head Office Address: Fatih Sultan Mehmet Mah. Poligon Cad. Buyaka 2 Sitesi No:8B
   Kule:2 Kat:17 34771 Tepeüstü, Ümraniye İstanbul
1.3 Trade Registry Office: Istanbul Trade Registry Office
1.4 Trade Registry Number: 748692
1.5 Corporate Website: www.odasenerji.com
1.6 Paid-up Capital: TRY 294,742,951
1.7 Upper Limit of the Registered Capital: TRY 600,000,000
1.8 Traded Stock Exchange: Borsa İstanbul A.Ş. – Stars Group 2

2- Capital and Shareholding Structure

2.1 - Capital
The paid-in capital of the Company is TRY 294,742,951. This capital is divided into a total of
294,742,951 shares of which 8,555,640 shares are Group (A) registered and remaining
286,187,311 of share which are Group (B) registered and each with a nominal value of TRY 1.

Group (A) shares are privileged in terms of the appointment of the members of the Board of
Directors, and the exercise of voting rights at the General Assembly, within the framework of
Articles 7, 8, and 10 of this Articles of Incorporation (Board of Directors, nomination for the
Board of Directors, election of the chairman and the deputy chairman, representation of the
firm, and right to vote in the General Assembly). Group (B) shares are not granted any special
rights or privileges.

In accordance with the provisions of the Capital Markets Law and the regulations of the Capital
Markets Board, the Board of Directors is authorized to take decisions for increasing the issued
capital by issuing new group (A) and/or (B) shares up to the upper limit of the registered capital;
issuing privileged shares; limiting the right of the shareholders to purchase new shares; and
issuing premium shares, where it deems necessary between 2018 and 2022.
### 2.2 Partners with a Shareholding Ratio of 5% and Above

<table>
<thead>
<tr>
<th>Name Surname/Title</th>
<th>Share (TRY)</th>
<th>Share (%)</th>
<th>Group</th>
</tr>
</thead>
<tbody>
<tr>
<td>ABDULKADIR BAHATTIN ÖZAL</td>
<td>30,691,451.39</td>
<td>10.41%</td>
<td>A-B</td>
</tr>
<tr>
<td></td>
<td>(4,277,820 Group A Privileged shares)</td>
<td></td>
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<tr>
<td></td>
<td>(26,413,631.39 Group Ordinary shares)</td>
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<tr>
<td>BURAK ALTAY</td>
<td>45,768,844.13</td>
<td>15.53%</td>
<td>A-B</td>
</tr>
<tr>
<td></td>
<td>(4,277,820 Group A Privileged shares)</td>
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<td></td>
</tr>
<tr>
<td></td>
<td>(41,491,024,13 Group B Ordinary shares)</td>
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<td></td>
</tr>
<tr>
<td>BB ENERJİ YATIRIM SANAYİ VE TİCARET ANONİM ŞİRKETİ</td>
<td>27,008,100.04</td>
<td>9.16%</td>
<td>B</td>
</tr>
<tr>
<td>OTHERS</td>
<td>191,274,555.44</td>
<td>64.90%</td>
<td>B</td>
</tr>
<tr>
<td>TOTAL SHARES</td>
<td>294,742,951</td>
<td>100.00%</td>
<td>-</td>
</tr>
</tbody>
</table>

### 3- Explanation For the Rationale of the Capital Increase and the Purpose of Use of the Fund to be Used for the Increase

It was decided that the issued capital of TRY 294,742,951 shall be increased by TRY 305,257,049 in cash to TRY 600,000,000, which is the designated upper limit of the registered capital, by being paid in full and in cash, without restricting the subscription rights of the company partners to create a healthy financial structure and to strengthen the company’s equity structure during its growth process and to help reduce the Net Financial Debt/Ebitda multiplier by reducing the indebtedness.

The due and payable receivables of the Company's two shareholders, Mr. Abdulkadir Bahattin Özal and Mr. Burak Altay, from the Company, which shall accrue due to the funds that they provided for the company in cash and funds that they will be providing until the capital increase shall be set off against the capital commitments and the remaining amount shall be paid in cash. A net fund of TRY 304,301,829 is anticipated to be obtained after deducting the estimated expense of TRY 955,220 from the capital increase revenue of TRY 305,257,049 which is the value of shares with a nominal value of TRY 305,257,049, which will be issued under the capital increase through rights issues.

All of the estimated funds to be obtained as a result of the capital increase shall be used to settle the financial debts.

The Company management is authorized to switch between purposes of use, where required. The Remining unused subscription rights shall also be used for purposes that are mentioned above.

Abdulkadir Bahattin Özal  
Chairman of the Board of Directors

Burak Altay  
Deputy Chairman of the Board of Directors