

**(CONVENIENCE TRANSLATION INTO ENGLISH OF THE INDEPENDENT AUDITOR'S REPORT AND
THE CONSOLIDATED FINANCIAL STATEMENTS ORIGINALLY ISSUED IN TURKISH)**

**VERUSA HOLDİNG A.Ş.
AND ITS SUBSIDIARIES**

CONSOLIDATED FINANCIAL
STATEMENTS AT 31 MARCH 2025

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VERUSA HOLDİNG A.Ş. AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2025

(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

| ASSETS | Notes | Non Audited Current Year 31 March 2025 | Audited Prior Year 31 December 2024 |
|---|-------|---|--|
| Current Assets | | 3.830.399.930 | 3.731.471.180 |
| Cash and cash equivalents | 22 | 38.384.653 | 19.993.164 |
| Financial investments | 20 | 3.306.847.821 | 3.116.001.808 |
| Trade receivables | 7 | 250.905.705 | 343.535.118 |
| - Trade receivables from related parties | 6 | 21.894.709 | 21.242.454 |
| - Trade receivables from third parties | | 229.010.996 | 322.292.664 |
| Other receivables | 9 | 50.330.014 | 102.671.362 |
| - Other receivables from third parties | | 15.903.110 | 80.793.803 |
| - Other receivables from related parties | 6 | 34.426.904 | 21.877.559 |
| Inventories | 10 | 89.594.524 | 88.072.086 |
| Prepaid expenses | 8 | 54.981.385 | 46.010.222 |
| Assets related to current assets | | 2.027.651 | - |
| Other current assets | | 37.328.177 | 15.187.420 |
| Non-Current Assets | | 2.756.593.211 | 2.715.360.251 |
| Financial investments | 20 | 217.974.638 | 217.974.638 |
| Other receivables | | 615.980 | 740.715 |
| - Other receivables from third parties | 9 | 615.980 | 740.715 |
| Investments accounted through equity method | 4 | 263.770.508 | 250.905.823 |
| Investment property | | 165.374.810 | 165.374.810 |
| Property, plant and equipment | 12 | 1.727.363.446 | 1.736.965.033 |
| Intangible assets | | 935.028 | 1.076.145 |
| Prepaid expenses | 8 | 470.650 | 708.113 |
| Deferred tax assets | 18 | 358.624.898 | 317.589.708 |
| Other non-current assets | 13 | 21.463.253 | 24.025.266 |
| TOTAL ASSETS | | 6.586.993.141 | 6.446.831.431 |

VERUSA HOLDİNG A.Ş. AND ITS SUBSIDIARIES**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2025**

(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

| | | Non Audited Current Year 31 March 2025 | Audited Prior Year 31 December 2024 |
|--|--------------|---|--|
| LIABILITIES AND EQUITY | Notes | | |
| Current Liabilities | | 846.967.492 | 396.899.360 |
| Short-term borrowings | 20 | 116.484.363 | 148.292.227 |
| Short-term portion of long-term borrowings | 20 | 11.830.457 | - |
| Trade payables | 7 | 557.313.445 | 142.739.072 |
| - <i>Trade payables to third parties</i> | | 557.313.445 | 142.739.072 |
| Payables related to employee benefits | | 6.493.021 | 8.336.673 |
| Other Payables | | 308.732 | 339.799 |
| - <i>Other payables to third parties</i> | 9 | 308.732 | 339.799 |
| Current tax liabilities | 18 | 36.659.381 | 75.415.483 |
| Short-term provisions | | 6.693.313 | 5.519.248 |
| - <i>Short-term provisions for employee benefits</i> | | 6.693.313 | 5.519.248 |
| Other current liabilities | 13 | 111.184.780 | 16.256.858 |
| Non-Current Liabilities | | 115.506.275 | 134.872.723 |
| Long-term borrowings | 20 | 102.098.535 | 122.706.812 |
| Other payables | | 129.288 | 206.616 |
| - <i>Other payables to third parties</i> | | 129.288 | 206.616 |
| Long-term provisions | | 13.278.452 | 11.959.295 |
| - <i>Long-term provisions for employee benefits</i> | | 13.278.452 | 11.959.295 |
| EQUITY | | 5.624.519.374 | 5.915.059.348 |
| Equity Attributable to Owners of the Company | | 3.971.869.107 | 4.200.525.437 |
| Share capital | 14 | 70.000.000 | 70.000.000 |
| Capital structure adjustment | 14 | 754.837.484 | 754.837.484 |
| Treasury shares (-) | | (841.754.792) | (832.090.988) |
| Share premium | | 8.705.788 | 8.705.788 |
| Other comprehensive income or expenses that will not be reclassified subsequently to profit or loss | | 3.235.292 | 3.235.292 |
| <i>Revaluation increases / (decreases) of property, plant and equipment</i> | | 6.588.371 | 6.588.371 |
| <i>Defined benefit plans re-measurement gains / (losses)</i> | | (3.353.079) | (3.353.079) |
| Restricted reserves from profit | 14 | 44.691.038 | 44.691.038 |
| Other reserves | 14 | 438.980.299 | 438.980.299 |
| Retained earnings | | 3.712.166.524 | 3.221.340.466 |
| Net profit of the year | | (218.992.526) | 490.826.058 |
| Non-Controlling interests | | 1.652.650.267 | 1.714.533.911 |
| TOTAL LIABILITIES AND EQUITY | | 6.586.993.141 | 6.446.831.431 |

VERUSA HOLDİNG A.Ş. AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE PERIOD ENDED 1 JANUARY – 31 MARCH 2025

(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

| | Notes | Non Audited Current Year 1 January- 31 March 2025 | Non Audited Prior Year 1 January- 31 March 2024 |
|--|-------|---|---|
| Revenue | 15 | 205.361.359 | 235.170.285 |
| Cost of sales (-) | 15 | (204.599.877) | (207.417.295) |
| Gross profit | | 761.482 | 27.752.990 |
| Administrative expenses (-) | | (34.018.841) | (28.964.683) |
| Marketing expenses (-) | | (3.299.927) | (3.600.527) |
| Other income from operating activities | 16 | 245.366.485 | 636.028.058 |
| Other expenses from operating activities (-) | 16 | (470.013.949) | (9.080.116) |
| Operating profit | | (261.204.750) | 622.135.722 |
| Share of profit/loss of investments accounted for using the equity method | 4 | 12.864.685 | (3.235.767) |
| Operating profit before finance expense | | (248.340.065) | 618.899.955 |
| Finance income | 17 | 9.317.261 | 28.261.605 |
| Finance expense (-) | 17 | (15.852.689) | (73.450.686) |
| Monetary gain/loss | | (40.539.289) | 802.309 |
| Profit before tax | | (295.414.782) | 574.513.183 |
| Tax expense | | 14.538.612 | (107.231.049) |
| Current tax expense | 18 | (26.496.578) | (33.442.915) |
| Deferred tax income / (expense) | 18 | 41.035.190 | (73.788.134) |
| PROFIT FOR THE YEAR | | (280.876.170) | 467.282.134 |
| Profit for the year attributable to | | | |
| Non-controlling interests | | (61.883.644) | 205.041.138 |
| Owners of the Company | | (218.992.526) | 262.240.996 |
| | | (280.876.170) | 467.282.134 |
| Earnings per share | | | |
| Earnings per share | 19 | (3,13) | 3,75 |
| Other comprehensive income | | - | - |
| Total comprehensive income | | (280.876.170) | 467.282.134 |
| Total comprehensive income attributable to: | | | |
| | | (280.876.170) | 467.282.134 |
| Non-controlling interests | 4 | (61.883.644) | 205.041.138 |
| Owners of the Company | | (218.992.526) | 262.240.996 |

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 1 JANUARY – 31 MARCH 2025

| | Retained earnings | | | | | | | | | | | | |
|---|-------------------|------------------------------|---------------------|---------------|--|---|---------------------------------|----------------|-------------------|------------------------|--|---------------------------|---------------|
| | Share capital | Capital structure adjustment | Treasury shares (-) | Share premium | Revaluation increases / (decreases) of property, plant and equipment | Defined benefit plans re-measurement gains / (losses) | Restricted reserves from profit | Other reserves | Retained earnings | Net profit of the year | Equity Attributable to Owners of the Company | Non-Controlling interests | Total |
| January 2024 | 70.000.000 | 754.837.484 | (679.075.760) | 8.705.788 | 5.828.172 | (3.353.079) | 38.401.915 | 438.980.301 | 2.911.700.928 | 442.111.996 | 3.988.137.745 | 1.757.117.268 | 5.745.255.013 |
| Comprehensive income decrease due to changes in ownership interest in that does not result in control | - | - | - | - | - | - | - | - | 442.111.996 | (442.111.996) | - | - | - |
| | - | - | - | - | - | - | - | - | - | 262.240.996 | 262.240.996 | 205.041.138 | 467.282.134 |
| | - | - | (701.851) | - | - | - | - | - | - | - | (701.851) | - | (701.851) |
| March 2024 | 70.000.000 | 754.837.484 | (679.777.611) | 8.705.788 | 5.828.172 | (3.353.079) | 38.401.915 | 438.980.301 | 3.353.812.924 | 262.240.996 | 4.249.676.890 | 1.962.158.406 | 6.211.835.296 |
| January 2025 | 70.000.000 | 754.837.484 | (832.090.988) | 8.705.788 | 6.588.371 | (3.353.079) | 44.691.038 | 438.980.299 | 3.221.340.466 | 490.826.058 | 4.200.525.437 | 1.714.533.911 | 5.915.059.348 |
| Comprehensive income decrease due to changes in ownership interest in that does not result in control | - | - | - | - | - | - | - | - | 490.826.058 | (490.826.058) | - | - | - |
| | - | - | - | - | - | - | - | - | - | (218.992.526) | (218.992.526) | (61.883.644) | (280.876.170) |
| | - | - | (9.663.804) | - | - | - | - | - | - | - | (9.663.804) | - | (9.663.804) |
| March 2025 | 70.000.000 | 754.837.484 | (841.754.792) | 8.705.788 | 6.588.371 | (3.353.079) | 44.691.038 | 438.980.299 | 3.712.166.524 | (218.992.526) | 3.971.869.107 | 1.652.650.267 | 5.624.519.374 |

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VERUSA HOLDİNG A.Ş. AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE PERIOD ENDED 1 JANUARY – 31 MARCH 2025

(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

| | | Non Audited Current Year 1 January- 31 March 2025 | Non Audited Prior Year 1 January- 31 March 2024 |
|---|-------|--|--|
| A. Cash flows from operating activities | Notes | | |
| Profit for the year | | (280.876.170) | 467.282.134 |
| Adjustments to reconcile profit for the year | | | |
| -Adjustments related to depreciation and amortization expenses | | 18.896.811 | 14.649.061 |
| -Adjustments related to provision for/reversal for employee benefit termination | | 3.180.376 | 9.454.226 |
| -Adjustments related to interest income and expenses | | 6.386.642 | 44.633.583 |
| -Adjustments related to unrealized currency translation differences | | 7.652.451 | 2.148.338 |
| -Adjustments related to (gain)/loss on fair value | | 261.736.375 | (602.192.175) |
| -Adjustments related to undistributed profits of subsidiaries | 4 | (12.864.685) | 3.235.767 |
| -Adjustments related to tax income | 18 | (14.538.612) | 107.231.049 |
| -Monetary gain/(loss) | | 24.970.027 | (52.930.005) |
| Changes in working capital | | | |
| -Adjustments related to (increase) / decrease trade receivables | | 63.815.247 | (39.286.724) |
| -Adjustments related to increase in other receivables related to operations | | 43.011.372 | (12.174.571) |
| -Adjustments related to (increase) / decrease in inventories | | (1.522.438) | 24.980.823 |
| -Adjustments related to (increase) / decrease in prepaid expenses | | (8.733.700) | 3.868.181 |
| -Adjustments related to (increase) / decrease in trade payables | | 419.848.453 | (3.022.034) |
| -Increase / (decrease) in payables due to employee benefits | | (1.081.451) | (944.901) |
| -Adjustments related to increase in other payables related to activities | | (58.438) | (233.612) |
| -Increase / (decrease) in other assets related to activities | | (9.323.461) | (8.404.057) |
| -Increase in other liabilities related to activities | | 104.190.447 | 27.531.707 |
| Cash generated/(used) from operations | | 624.689.246 | (14.173.210) |
| Interest received | | 9.317.261 | 28.261.605 |
| Payments made under the provisions for employee benefits | | - | (171.834) |
| Income taxes paid | 18 | (77.728.720) | (40.570.279) |
| | | 556.277.787 | (26.653.718) |
| B. Cash Flows from Investing Activities | | | |
| Cash inflows from the sale of shares of other enterprises or funds or debt instruments | 21 | 24.799.458 | 509.572.501 |
| Cash outflows for the acquisition of shares of other enterprises or funds or borrowing instruments | 21 | (477.382.691) | (621.173.132) |
| Cash inflows arising from disposal of tangibles | | - | (73.156.025) |
| Payments for purchase of tangible and intangible assets | | (9.154.107) | - |
| | | (461.737.340) | (184.756.656) |
| C. Cash Flows from Financing Activities | | | |
| Payments for the acquisition of own shares | | (9.663.804) | (701.851) |
| Cash inflows from borrowings | | (39.086.492) | 25.293.732 |
| Cash outflows for borrowings | | 2.216.708 | (721.892) |
| Interest paid | 21 | (15.703.903) | (72.895.188) |
| | | (62.237.491) | (49.025.199) |
| NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C) | | 32.302.956 | (260.435.573) |
| D. CASH AND CASH EQUIVALENTS AT THE BEGINNING OF YEAR | | 19.993.164 | 466.925.574 |
| EFFECT OF INFLATION ON CASH AND CASH EQUIVALENTS | | (13.911.467) | (14.165.092) |
| CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR (A+B+C+D+E) | 22 | 38.384.653 | 192.324.909 |

Takip eden dipnotlar özet konsolide finansal tabloların tamamlayıcı parçasını oluştururlar.

VERUSA HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERİOD ENDED 31 MARCH 2025

(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

1. GENERAL INFORMATION

Verusa Holding A.Ş. (“Verusa Holding”) was established on 6 October 2006 in Turkey.

The main activity of Verusa Holding is to participate in the capital of various companies and to ensure that the companies it participates in are managed more profitably and efficiently. Members of the Board of Directors are actively involved both in the Holding and in the boards of its subsidiaries.

The companies in which Verusa Holding A.Ş. has direct or indirect participation (collectively referred to as the “Group”) operate in the fields of energy, mining, cellulose production, iron and steel, and venture capital.

The Group, which is registered in Turkey, has its head office at Maslak Mah. Saat Sk. Spine Tower No:5/91 Sarıyer / İstanbul.

As of 31 March 2025, the Group has 177 employees (31 December 2024: 177).

As of 31 March 2024, 63.67% of the Company’s shares are owned by Investco Holding A.Ş.

Subsidiaries included in the full consolidation in the enclosed consolidated financial statements;

| <u>Company Name</u> | <u>Country</u> | <u>Area of Activity</u> | <u>Stock Exchanges</u> |
|---|----------------|-----------------------------|------------------------|
| Standard Boksit İşletmeleri A.Ş. | Turkey | Mining | - |
| Galata Altın İşletmeleri A.Ş. | Turkey | Mining | - |
| Verusaturk Girişim Sermayesi Yatırım Ortaklığı A.Ş. | Turkey | Venture Capital | BIST |
| Pamukova Elektrik Üretim A.Ş. | Turkey | Renewable Energy Generation | - |
| Pamel Yenilenebilir Elektrik Üretim A.Ş. | Turkey | Renewable Energy Generation | BIST |
| Ata Elektrik Enerjisi Toptan Satış A.Ş. | Turkey | Energy Generation | - |
| Acıselsan Acıpayam Selüloz San. ve Tic. A.Ş. | Turkey | Cellulose Production | BIST |

Standard Boksit İşletmeleri A.Ş. (“Standard”) was established in 2014 and operates in the mining industry. The Group owns the entire share capital of Standard, amounting to TRY 250,000,000.

Galata Altın İşletmeleri A.Ş. (“Galata”) Galata Altın İşletmeleri A.Ş. (“Galata”), established in 2020, has a share capital of TRY 50,000,000 and operates in the mining sector.

Verusaturk Girişim Sermayesi Yatırım Ortaklığı A.Ş. (“Verusaturk”) The registered capital ceiling of the Company is TRY 250,000,000, and its issued capital is TRY 52,000,000. The Company operates as a venture capital investment trust, and Verusa Holding A.Ş. is the controlling shareholder of the Company.

Pamukova Elektrik Üretim A.Ş. (“Pamukova”) was established in 2015, and its paid-in capital is TRY 1,150,000,000. It operates in the energy sector. Verusaturk holds 51% and Verusa Holding holds 49% of the shares in the company. Verusa Holding’s effective ownership interest in Pamukova is 81.44%.

VERUSA HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERİOD ENDED 31 MARCH 2025

(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

1. GENERAL INFORMATION (cont'd)

Pamel Yenilenebilir Elektrik Üretim A.Ş. ("Pamel") was established in 2007 to construct and operate all types of energy facilities and to carry out other activities specified in its articles of association. Pamukova Elektrik Üretim A.Ş.'s share in Pamel is 76.07% as of 31 March 2024 (31 December 2024: 76.07%). The company operates in the renewable energy sector. It has two hydroelectric power plants: one with an installed capacity of 6.946 MW located in Adıyaman, and another with an installed capacity of 7.49 MW located in Tortum, Erzurum. Pamel owns 100% of the shares of Sun Yenilenebilir Enerji Üretim A.Ş., which operates in the renewable energy generation sector and has a capital of TRY 80,000,000. On 30 December 2022, Sun acquired 100% of the shares of Şişli Enerji A.Ş. and Ortaköy Enerji A.Ş., which operate solar power plants with a total installed capacity of 4.02 MW. Verusa Holding A.Ş. is the controlling shareholder of the company, and the Group's effective ownership interest in the company is 61.95%.

Ata Elektrik Enerjisi Tопtan Satış A.Ş. ("Ata Elektrik") is engaged in the purchase and sale of electricity in the free market with the Wholesale Sales License which is taken from EMRA (Energy Market Regulatory Authority). The company continues its activities in the wholesale electricity trade by selling the electricity taken from the other electricity producers and commercial companies in Turkey and / or from the electric pool system to the customers.

Acıselsan Acıpayam Selüloz San. ve Tic. A.Ş. ("Acıselsan") was established in 1973 in Denizli. The company's issued capital is TRY 10,721,700. It operates in the cellulose production sector. The Group's effective ownership interest in the company is 50.73%.

Associates accounted for using the equity method in the accompanying consolidated financial statements;

| <u>Company Name</u> | <u>Country</u> | <u>Area of Activity</u> | <u>Stock Exchanges</u> |
|---|----------------|-------------------------|------------------------|
| Aldem Çelik Endüstri Sanayi ve Ticaret A.Ş. | Turkey | Steel Production | - |

Aldem Çelik Endüstri Sanayi ve Ticaret A.Ş. ("Aldem Çelik") engages in the production, processing, project design, import and export of all kinds of steel products in sectors such as renewable energy, nuclear energy, technology, maritime, construction, healthcare, and defense.

The Group holds TRY 61,125,000 of the total capital of TRY 150,000,000 in Aldem Çelik.

Approval of the financial statements

The consolidated financial statements have been approved by the Board of Directors and authorized for issue on 12 May 2025. The General Assembly has the authority to amend the consolidated financial statements.

2. BASIS OF PRESENTATION OF THE FINANCIAL STATEMENTS

2.1 Basis of Presentation

Statement of Compliance in Turkish Accounting Standards ("TAS")

The Company and its subsidiaries in Turkey prepare their books and accompanying financial statements in accordance with the accounting standards stated by Turkish Commercial Code ("TCC") and the tax legislation.

The accompanying consolidated financial statements have been prepared in accordance with the provisions of the Capital Markets Board ("CMB") Communiqué No. II-14.1 "Communiqué on Principles Regarding Financial Reporting in the Capital Markets," published in the Official Gazette dated 13 June 2013 and numbered 28676. Pursuant to Article 5 of the Communiqué, the Turkish Financial Reporting Standards ("TFRS") issued by the Public Oversight Accounting and Auditing Standards Authority ("POA") and the related annexes and interpretations have been applied. In addition, the financial statements and notes have been prepared in accordance with the formats announced by the CMB on 4 October 2022 and the Turkish Financial Reporting Taxonomy published by the POA.

The consolidated financial statements and notes have been prepared in accordance with the TFRS taxonomy published by the Public Oversight Authority ("POA").

VERUSA HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2025

(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

2. BASIS OF PRESENTATION OF THE FINANCIAL STATEMENTS (cont'd)

2.1 Basis of Presentation (cont'd)

The consolidated financial statements have been prepared on the historical cost basis except for financial instruments, land, buildings, hydroelectric power plants and solar power plants that are measured at revalued amounts or fair values. Historical cost is generally based on the fair value of the consideration given in exchange for assets.

Functional and Presentation Currency

The individual financial statements of each Group entity are presented in the currency of the primary economic environment in which the entity operates (its functional currency). The financial position and operating results of each entity are expressed in Turkish Lira ("TRY"), which is the functional currency of the Company, and the presentation currency of the consolidated financial statements.

Financial reporting in hyperinflationary economy

With the announcements made by the Public Oversight Accounting and Auditing Standards Authority (POA) on November 23, 2023, entities applying TFRSs have started to apply inflation accounting in accordance with TAS 29 Financial Reporting in Hyperinflation Economies as of financial statements for the annual reporting period ending on or after December 31, 2023. TAS 29 is applied to the financial statements, including the consolidated financial statements, of any entity whose functional currency is the currency of a hyperinflationary economy. According to the standard, financial statements prepared in the currency of a hyperinflationary economy are presented in terms of the purchasing power of that currency at the balance sheet date. Prior period financial statements are also presented in the current measurement unit at the end of the reporting period for comparative purposes. The Group has therefore presented its consolidated financial statements as of December 31, 2024 and March 31, 2025 on the purchasing power basis as of March 31, 2025.

On 23 November 2023, the Public Oversight Authority ("POA") made an announcement regarding the scope and application of TAS 29. It stated that the financial statements of entities applying Turkish Financial Reporting Standards, for annual reporting periods ending on or after 31 December 2023, must be presented by adjusting for the effects of inflation in accordance with the relevant accounting principles set out in TAS 29.

Pursuant to the decision of the Capital Markets Board (CMB) dated December 28, 2023 and numbered 81/1820, it has been decided that issuers and capital market institutions subject to financial reporting regulations that apply Turkish Accounting/Financial Reporting Standards will apply inflation accounting by applying the provisions of IAS 29 starting from their annual financial reports for the periods ending on December 31, 2023.

The adjustments made in accordance with IAS 29 were made using the adjustment coefficient obtained from the Consumer Price Index (CPI) of Turkey published by the Turkish Statistical Institute (TSI). As of March 31, 2025, the indices and adjustment coefficients used in the adjustment of the consolidated financial statements are as follows:

| Date | Index | Conversion Factor | Three-Year Inflation Rate |
|------------------|----------|-------------------|---------------------------|
| 31 March 2025 | 2.954,69 | 1,000 | 250% |
| 31 December 2024 | 2.684,55 | 1,101 | 291% |
| 31 March 2024 | 2.139,47 | 1,381 | 309% |

The Group has prepared its financial statements for the period ended March 31, 2025, in accordance with Turkish Accounting Standard No. 34, "Interim Financial Reporting." Furthermore, the condensed interim financial statements as of March 31, 2025, have been prepared by applying accounting policies consistent with those applied in the preparation of the financial statements for the year ended December 31, 2024. Therefore, these condensed interim financial statements should be evaluated together with the financial statements for the year ended December 31, 2024.

VERUSA HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2025

(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

2. BASIS OF PRESENTATION OF THE FINANCIAL STATEMENTS (cont'd)

2.1 Basis of Presentation (cont'd)

Currency Used

The financial statements of each of the Group's businesses are prepared in the currency of the primary economic environment in which they operate (their functional currency). The financial position and operating results of each business are expressed in Turkish Lira, which is the Company's functional currency and the presentation currency for the consolidated financial statements.

Basis of consolidation

Subsidiaries

| Subsidiaries | Group's effective shares (%) | | Effective Shareholding and Voting Rights | |
|--------------|------------------------------|------------------|--|------------------|
| | 31 March 2025 | 31 December 2024 | 31 March 2025 | 31 December 2024 |
| Galata | 100,00 | 100,00 | 100,00 | 100,00 |
| Standard | 100,00 | 100,00 | 100,00 | 100,00 |
| Verusaturk | 63,61 | 63,61 | 63,61 | 63,61 |
| Pamukova | 81,44 | 81,44 | 100,00 | 100,00 |
| Pamel | 61,95 | 61,95 | 76,07 | 76,07 |
| Ata Elektrik | 100,00 | 100,00 | 100,00 | 100,00 |
| Aciselsan | 50,73 | 50,73 | 50,73 | 50,73 |

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company and its subsidiaries. Control is achieved when the Company:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

If there is a situation or event that may lead to any change in at least one of the criteria listed above, the company re-evaluates the control power over its' investment.

When the Company has less than a majority of the voting rights of an investee, it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally. The Company considers all relevant facts and circumstances in assessing whether or not the Company's voting rights in an investee are sufficient to give it power, including:

- the size of the Company's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- potential voting rights held by the Company, other vote holders or other parties;
- rights arising from other contractual arrangements; and
- any additional facts and circumstances that indicate that the Company has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2025

(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

2. BASIS OF PRESENTATION OF THE FINANCIAL STATEMENTS (cont'd)

2.1 Basis of Presentation (cont'd)

Basis of consolidation (cont'd)

Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit or loss and other comprehensive income from the date the Company gains control until the date when the Company ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

In accordance with TFRS 10, paragraph 33, the Group fully consolidates its subsidiary that Pamukova Elektrik Üretim A.Ş., whose accounted as FVTPL at Verusaturk Girişim Sermayesi Yatırım Ortaklığı A.Ş. level.

Changes in the Group's ownership interests in existing subsidiaries

Changes in the Group's ownership interests in subsidiaries that do not result in the Group losing control over the subsidiaries are accounted for as equity transactions. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognized directly in equity and attributed to owners of the Company.

Associates

| | Group's effective shares (%) | | Effective Shareholding and Voting Rights | |
|------------|------------------------------|------------------|--|------------------|
| | 31 March 2025 | 31 December 2024 | 31 March 2025 | 31 December 2024 |
| Associates | | | | |
| Aldem | 40,75 | 40,75 | 40,75 | 40,75 |

Associate is the entity in which the Group has significant influence. Significant influence is the ability to participate in the entity's decisions regarding its financial and operational policies without the control authority.

In the accompanying financial statements, the results of operations and assets and liabilities of associates are recognized as assets held for sale in accordance with TFRS 5 standard and that the shares of Verusaturk Girişim Sermayesi Yatırım Ortaklığı A.Ş. are held in accordance with TAS 28 standard 18, The gain or loss is recognized using the equity method of accounting except for the associates reflected. According to the equity method, associates are shown on the balance sheet at the amount obtained by subtracting any impairment in the associate from the amount of the cost of the adjustment of the net assets of the associate after the acquisition as the share of the Group in the aftermath of the change. The associate shall not be allowed to record losses that exceed the Group's share of the associate (including any long-term investment that essentially constitutes part of the Group's net investment in the associate). Provision for additional loss is the case if the Group has been exposed to legal or collective obligations or has made payments on behalf of the associate.

Gains and losses arising from transactions between one of the Group companies and a subsidiary of the Group are eliminated from the share of the Group in the relevant subsidiary.

VERUSA HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2025

(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

2. BASIS OF PRESENTATION OF THE FINANCIAL STATEMENTS (cont'd)

2.2 Changes in Accounting Policies

Changes in the accounting policies resulting from the first issue of a new TFRS are applied retrospectively and prospectively in accordance with the translational provisions of the related TFRS.

Significant changes in the accounting policies are applied retrospectively and prior period financial statements are restated. The Group does not have any changes in accounting policies in the current period.

2.3 Changes in Accounting Estimates and Errors

If the changes in accounting estimates are related to only one period, they are applied in the period in which the changes are made; if they are related to future periods, they are applied both in the current and following periods. The Group does not have changes in the accounting estimates in the current period.

Significant accounting errors are applied retrospectively and prior period financial statements are restated.

2.4 New and Amended Turkish Financial Reporting Standards

a. Standards, amendments, and interpretations applicable as of 31 March 2025:

- **Amendments to IAS 21 - Lack of Exchangeability;** effective from annual periods beginning on or after 1 January 2025. An entity is impacted by the amendments when it has a transaction or an operation in a foreign currency that is not exchangeable into another currency at a measurement date for a specified purpose. A currency is exchangeable when there is an ability to obtain the other currency (with a normal administrative delay), and the transaction would take place through a market or exchange mechanism that creates enforceable rights and obligations.

b. Standards amendments, and interpretations that are issued but not effective as of 31 Mart 2025:

- **Amendment to IFRS 9 and IFRS 7 - Classification and Measurement of Financial Instruments;** effective from annual reporting periods beginning on or after 1 January 2026 (early adoption is available). These amendments:
 - clarify the requirements for the timing of recognition and derecognition of some financial assets and liabilities, with a new exception for some financial liabilities settled through an electronic cash transfer system;
 - clarify and add further guidance for assessing whether a financial asset meets the solely payments of principal and interest (SPPI) criterion;
 - add new disclosures for certain instruments with contractual terms that can change cash flows (such as some instruments with features linked to the achievement of environment, social and governance (ESG) targets); and
 - make updates to the disclosures for equity instruments designated at Fair Value through Other Comprehensive Income (FVOCI).
- **Annual improvements to IFRS – Volume 11;** effective from annual periods beginning on or after 1 January 2026 (earlier application permitted). Annual improvements are limited to changes that either clarify the wording in an Accounting Standard or correct relatively minor unintended consequences, oversights or conflicts between the requirements in the Accounting Standards. The 2024 amendments are to the following standards:
 - IFRS 1 First-time Adoption of International Financial Reporting Standards;
 - IFRS 7 Financial Instruments: Disclosures and its accompanying Guidance on implementing IFRS 7;
 - IFRS 9 Financial Instruments;
 - IFRS 10 Consolidated Financial Statements; and
 - IAS 7 Statement of Cash Flows.

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2025

(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

2. BASIS OF PRESENTATION OF THE FINANCIAL STATEMENTS (cont'd)

2.4 New and Amended Turkish Financial Reporting Standards (cont'd)

b. Standards amendments, and interpretations that are issued but not effective as of 31 Mart 2025(cont)

- **Amendment to IFRS 9 and IFRS 7 - Contracts Referencing Nature-dependent Electricity;** effective from annual periods beginning on or after 1 January 2026 but can be early adopted subject to local endorsement where required. These amendments change the 'own use' and hedge accounting requirements of IFRS 9 and include targeted disclosure requirements to IFRS 7. These amendments apply only to contracts that expose an entity to variability in the underlying amount of electricity because the source of its generation depends on uncontrollable natural conditions (such as the weather). These are described as 'contracts referencing nature-dependent electricity'.
- **IFRS 18 Presentation and Disclosure in Financial Statements;** effective from annual periods beginning on or after 1 January 2027. This is the new standard on presentation and disclosure in financial statements, with a focus on updates to the statement of profit or loss. The key new concepts introduced in IFRS 18 relate to:
 - the structure of the statement of profit or loss;
 - required disclosures in the financial statements for certain profit or loss performance measures that are reported outside an entity's financial statements (that is, management-defined performance measures); and
 - enhanced principles on aggregation and disaggregation which apply to the primary financial statements and notes in general.
- **IFRS 19 Subsidiaries without Public Accountability: Disclosures;** effective from annual periods beginning on or after 1 January 2027. This new standard works alongside other IFRS Accounting Standards. An eligible subsidiary applies the requirements in other IFRS Accounting Standards except for the disclosure requirements and instead applies the reduced disclosure requirements in IFRS 19. IFRS 19's reduced disclosure requirements balance the information needs of the users of eligible subsidiaries' financial statements with cost savings for preparers. IFRS 19 is a voluntary standard for eligible subsidiaries. A subsidiary is eligible if:
 - it does not have public accountability; and
 - it has an ultimate or intermediate parent that produces consolidated financial statements available for public use that comply with IFRS Accounting Standards.

The effects of these changes on the financial position and performance of the Company are being evaluated.

2.5 Comparative Information and Restatement of Consolidated Financial Statements of of Prior Period

Consolidated financial statements of the Group have been prepared comparatively with the prior period in order to give information about financial position and performance. In order to maintain consistency with current year consolidated financial statements, comparative information is reclassified and significant changes are disclosed if necessary.

VERUSA HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2025

(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

2. BASIS OF PRESENTATION OF THE FINANCIAL STATEMENTS (cont'd)

2.6 Critical Accounting Judgments and Key Sources of Estimation Uncertainty

Critical judgments in applying the Group's accounting policies

In the process of applying accounting policies, management has made the following comments, which have a significant effect on the amounts recognized in the financial statements:

Deferred tax

Deferred tax assets and liabilities are recorded using substantially enacted tax rates for the effect of temporary differences between book and tax bases of assets and liabilities. Currently, there are deferred tax assets resulting from operating loss carry-forwards and deductible temporary differences, all of which could reduce taxable income in the future. Based on available evidence, both positive and negative, it is determined whether it is probable that all or a portion of the deferred tax assets will be realized. The main factors which are considered include future earnings potential; cumulative losses in recent years; history of loss carry-forwards and other tax assets expiring; the carry-forward period associated with the deferred tax assets; future reversals of existing taxable temporary differences; tax-planning strategies that would, if necessary, be implemented, and the nature of the income that can be used to realize the deferred tax asset. If based on the weight of all available evidence, it is the Group's belief that taxable profit will not be available sufficient to utilize some portion of these deferred tax assets, then some portion of or all of the deferred tax assets are not recognized.

The calculation of the fair values of the financial investments of the Group

The fair value of the Group's financial assets, that are classified as fair value through profit or loss, has been determined by independent valuation which are held for EPIAS. Discounted cash flows ("DCF") method was used in these valuation (Note 26).

The fair value of the Group's financial assets, that are classified as fair value through profit or loss, has been determined by independent valuation which are held for Vektora Yazılım Teknolojileri A.Ş., Kahve Diyarı Pazarlama Sanayi ve Ticaret A.Ş., Golive Yazılım Hizmetleri A.Ş. and Probel Yazılım ve Bilişim Sistemleri A.Ş.. In the independent valuation, discounted cash flows ("DCF") and market multiples ("equivalence value") have been used by the valuation expert.

Deferred Tax on Investment Properties

In scheduling the deferred tax liability and deferred tax assets associated with the Group's investments, the Group's determination that a business model has been established that fully utilizes the economic benefits to be derived from investment properties over time as the centerpiece of the sales plan. An 18.75% deferred tax liability has been calculated from the difference between the appropriate value and the tax-based value of the investment properties' systems.

Determining the Appropriate Value of Hydroelectric Power Plants and Solar Power Plants

Independent valuation studies have determined the appropriate value of the components of the Group's hydroelectric power plants and solar power plants. The discounted cash flow ("DCF") method was used to determine these valuation rates.

VERUSA HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2025

(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

3. EXPLANATIONS OF CHANGES IN SHAREHOLDERS EQUITY

2025: Verusa Holding A.Ş. has repurchased 38,840 shares from the Borsa Istanbul Equity Market.

2024: Verusa Holding A.Ş. has repurchased 450,454 of its own shares from Borsa Istanbul Equity Market, and Verusaturk GSYO A.Ş. has repurchased 275,545 of its shares.

4. INTEREST IN OTHER ENTITIES

a) Subsidiaries

Details of non-wholly owned subsidiaries that have material non-controlling interests:

The table below shows details of non-wholly owned subsidiaries of the Group that have material non-controlling interests:

| Subsidiaries | Place of Incorporation | The share of noncontrolling interests in the capital and voting rights ratio | | Comprehensive income on non-controlling shares | | Accumulated non-controlling interests | |
|--------------|------------------------|--|------------------|--|---------------------------|---------------------------------------|----------------------|
| | | 31 December 2025 | 31 December 2024 | 1 January - 31 March 2025 | 1 January - 31 March 2024 | 31 March 2025 | 31 December 2024 |
| | | | | | | | |
| Verusaturk | İstanbul | %36,39 | %36,39 | (40.129.261) | 175.755.594 | 909.559.749 | 949.689.011 |
| Pamukova | İstanbul | %18,56 | %18,56 | (23.962.629) | 16.332.320 | 228.201.796 | 252.164.428 |
| Pamel | İstanbul | %38,05 | %38,05 | 16.624.349 | 6.831.579 | 267.599.428 | 250.975.079 |
| Aciselsan | Denizli | %49,27 | %49,27 | (14.416.103) | 6.121.645 | 247.289.294 | 261.705.393 |
| | | | | (61.883.644) | 205.041.138 | 1.652.650.267 | 1.714.533.911 |

The summary financial information of each subsidiary of the Group with significant non-controlling interests is presented below. These summary financial information show the amounts before intra-group eliminations.

| Verusaturk Girişim Sermayesi Yatırım Ortaklığı A.Ş. | 31 March 2025 | 31 December 2024 |
|--|----------------------------------|----------------------------------|
| Current assets | 3.626.439.991 | 4.080.530.795 |
| Non-current assets | 8.340.579 | 9.132.404 |
| Current liabilities | 1.367.631 | 862.222 |
| Non-current liabilities | 166.437 | 183.185 |
| Equity attributable to owners of the Company | 2.723.686.753 | 3.138.928.781 |
| Non-controlling shares | 909.559.749 | 949.689.011 |
| | 1 January - 31 March 2025 | 1 January - 31 March 2024 |
| Revenue | - | - |
| Expenses | (455.371.290) | 661.198.692 |
| Eliminations for consolidation | | |
| Profit / (loss) for the period | (455.371.290) | 661.198.692 |
| Profit/loss for the period attributable to: | | |
| Owners of the Company | (415.242.029) | 485.443.098 |
| Non-controlling shares | (40.129.261) | 175.755.594 |
| Profit / (loss) for the period | (455.371.290) | 661.198.692 |
| Total comprehensive income attributable to: | | |
| Owners of the Company | (415.242.029) | 485.443.098 |
| Non-controlling shares | (40.129.261) | 175.755.594 |
| Total comprehensive income | (455.371.290) | 661.198.692 |

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4. INTEREST IN OTHER ENTITIES (cont'd)

a) Subsidiaries (cont'd)

| Acıselsan Acıpayam Selüloz San. Ve Tic. A.Ş. | 31 March 2025 | 31 December 2024 |
|---|--------------------------------------|--------------------------------------|
| Current assets | 245.377.638 | 324.996.164 |
| Non-current assets | 559.950.050 | 567.018.452 |
| Current liabilities | 173.842.580 | 221.685.853 |
| Non-current liabilities | 129.548.923 | 139.131.154 |
| Equity attributable to owners of the Company | 254.646.891 | 269.492.216 |
| Non-controlling shares | 247.289.294 | 261.705.393 |
| | 1 January - 31 March 2025 | 1 January - 31 March 2024 |
| Revenue | 104.377.384 | 214.779.120 |
| Expenses | (133.638.647) | (202.353.688) |
| Profit / (loss) for the period | (29.261.263) | 12.425.432 |
| Profit/loss for the period attributable to: | | |
| Owners of the Company | (14.845.160) | 6.303.785 |
| Non-controlling shares | (14.416.103) | 6.121.645 |
| Profit / (loss) for the period | (29.261.263) | 12.425.430 |
| Total comprehensive income attributable to: | | |
| Owners of the Company | (14.845.160) | 6.303.785 |
| Non-controlling shares | (14.416.103) | 6.121.645 |
| Total comprehensive income | (29.261.263) | 12.425.430 |
| Pamel Yenilenebilir Elektrik Üretim A.Ş. | 31 March 2025 | 31 December 2024 |
| Current assets | 16.619.546 | 11.649.735 |
| Non-current assets | 1.075.427.574 | 1.086.307.495 |
| Current liabilities | 7.763.594 | 5.651.045 |
| Non-current liabilities | 229.422.305 | 281.136.043 |
| Equity attributable to owners of the Company | 587.261.793 | 560.195.063 |
| Non-controlling shares | 267.599.428 | 250.975.079 |
| | 1 January - 31 March 2025 | 1 January - 31 March 2025 |
| Revenue | 13.476.893 | 10.480.624 |
| Expenses | 30.214.186 | 6.620.814 |
| Profit / (loss) for the period | 43.691.079 | 17.101.438 |
| Profit/loss for the period attributable to: | | |
| Owners of the Company | 27.066.623 | 10.269.858 |
| Non-controlling shares | 16.624.349 | 6.831.579 |
| Profit / (loss) for the period | 43.691.079 | 17.101.438 |
| Total comprehensive income attributable to: | | |
| Owners of the Company | 27.066.623 | 10.269.858 |
| Non-controlling shares | 16.624.349 | 6.831.579 |
| Total comprehensive income | 43.690.972 | 17.101.437 |

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4. INTEREST IN OTHER ENTITIES (cont'd)

a) Subsidiaries (cont'd)

| Pamukova Elektrik Üretim A.Ş. | 31 March 2025 | 31 December 2024 |
|--|--------------------------------------|--------------------------------------|
| Current assets | 1.499.836.531 | 1.200.301.834 |
| Non-current assets | 1.257.267.016 | 1.207.079.722 |
| Current liabilities | 558.078.998 | 79.166.625 |
| Non-current liabilities | 393.346 | 464.422 |
| Equity attributable to owners of the Company | 1.970.429.407 | 2.075.586.081 |
| Non-controlling shares | 228.201.796 | 252.164.428 |
| | 1 January - 31 March 2025 | 1 January - 31 March 2024 |
| Expenses | (129.119.307) | 56.175.731 |
| Profit / (loss) for the period | (129.119.307) | 56.175.731 |
| Profit/loss for the period attributable to: | | |
| Owners of the Company | (105.156.678) | 39.843.411 |
| Non-controlling shares | (23.962.629) | 16.332.320 |
| Profit / (loss) for the period | (129.119.307) | 56.175.731 |
| Total comprehensive income attributable to: | | |
| Owners of the Company | (105.156.678) | 39.843.411 |
| Non-controlling shares | (23.962.629) | 16.332.320 |
| Total comprehensive income | (129.119.307) | 56.175.731 |

b) Investments Accounted for with Equity Method

The details of investments accounted for with equity method as follows:

| Associates | Place of incorporation | Functionl currency | 31 March 2025 | % | 31 December 2024 | % |
|--|-----------------------------------|-------------------------------|--------------------------|----------|-----------------------------|----------|
| Aldem Çelik Endüstri San. ve Tic. A.Ş. | İstanbul | Turkish Lira | 263.770.508 | 40,75 | 250.905.823 | 40,75 |
| Total | | | 263.770.508 | | 250.905.823 | |

Summarized financial information in respect of each of the the Group's material associates is set out below. The summarized financial information below represents amounts shown in the associate's financial statements prepared in accordance with TFRS.

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4. INTEREST IN OTHER ENTITIES (cont'd)

| | 31 March 2025 | 31 December 2024 |
|--|--|--|
| Aldem Çelik Endüstri San. ve Tic. A.Ş. | | |
| Current assets | 333.554.394 | 253.079.962 |
| Non-current assets | 687.808.743 | 767.492.063 |
| Current liabilities | (112.157.576) | (127.338.113) |
| Non-current liabilities | (261.915.970) | (277.514.102) |
| | 647.289.591 | 615.719.810 |
| | 1 January - 31 March 2025 | 1 January - 31 March 2024 |
| Revenue | 106.680.806 | 136.372.741 |
| Profit / (loss) for the period | 31.569.781 | (7.940.534) |
| Group's shares on participations' losses | 12.864.685 | (3.235.767) |
| | 31 March 2025 | 31 December 2024 |
| Net assets of subsidiary | 647.289.591 | 615.719.810 |
| Group's share of Aldem Çelik Endüstri | 40,75 | 40,75 |
| Net book value of Group's share of Aldem Çelik Endüstri San. ve Tic. A.Ş. | 263.770.508 | 250.905.823 |

5. OPERATING SEGMENTS

In terms of management accounting, the Group's activities are divided into five activity groups: venture capital, electrical energy wholesale, cellulose and energy production. These distinctions form the basis of financial reporting according to the sections below. Group management has determined its operating segments based on the reports reviewed by the Board of Directors and that are effective in making strategic decisions. The Board of Directors, which took the strategic decisions, was determined as the authority to make decisions regarding the activities of the Group. The reports, which are regularly reviewed by the competent authority to decide on group activities, consist of the Group's consolidated TFRS figures.

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5. OPERATING SEGMENTS (cont'd)

The distribution of the Group's ongoing activities according to the divisions is as follows:

| | 1 January - March 2025 | | | | | | |
|---|------------------------|----------------------|-------------------------|---------------------------------------|-------------------------|--------------------|----------------------|
| | Holding Operations | Venture Fund | Cellulose Production | Wholesale of electricity energy | Generation of Energy | Eliminations | Total |
| Revenue | - | - | 104.377.384 | 7.362.291 | 100.815.045 | (7.193.361) | 205.361.359 |
| Operating income | - | - | 104.377.384 | 7.362.291 | 100.815.045 | (7.193.361) | 205.361.359 |
| Cost of sales (-) | - | - | (119.496.224) | (4.730.862) | (87.554.316) | 7.181.525 | (204.599.877) |
| Gross profit | - | - | (15.118.840) | 2.631.429 | 13.260.729 | (11.836) | 761.482 |
| Marketing expenses (-) | - | - | (2.899.723) | (4.580) | (395.624) | - | (3.299.927) |
| Administrative expenses (-) | (8.090.050) | (8.210.368) | (10.253.954) | (913.756) | (7.073.268) | 522.555 | (34.018.841) |
| Income from other operating activities | 119.151 | 6.895.503 | 10.815.438 | - | (59.801.976) | 287.338.369 | 245.366.485 |
| Expense from other operating activities (-) | 62.142 | (453.890.995) | (10.039.468) | (8.658) | (63.381.383) | 57.244.413 | (470.013.949) |
| Operating profit/(loss) | (7.908.757) | (455.205.860) | (27.496.547) | 1.704.435 | (117.391.522) | 345.093.501 | (261.204.750) |
| Shares in the profits / (losses) of investments accounted for using the equity method | 12.864.685 | - | - | - | - | - | 12.864.685 |
| Income from investing activities | - | - | - | - | - | - | - |
| Finance income | 2.561.282 | - | 3.072.125 | 493.581 | 145.966.124 | (142.775.851) | 9.317.261 |
| Finance expense | (83.207.679) | (229.406) | (14.907.762) | (28.449) | (60.255.244) | 142.775.851 | (15.852.689) |
| Profit / (loss) before tax | (16.826.595) | (455.371.290) | (21.676.693) | 1.643.940 | (148.277.645) | 345.093.501 | (295.414.782) |
| Tax expense | 289.652 | - | (7.584.570) | (3.822.443) | 25.655.973 | - | 14.538.612 |
| Profit / (loss) for the period | (16.536.943) | (455.371.290) | (29.261.263) | (2.178.503) | (122.621.672) | 345.093.501 | (280.876.170) |

VERUSA HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2025

(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

5. OPERATING SEGMENTS (cont'd)

The distribution of the Group's ongoing activities according to the divisions is as follows:

| | 1 January - 31 March 2024 | | | | | | |
|---|---------------------------|--------------------|-------------------------|---------------------------------------|-------------------------|----------------------|--------------------|
| | Holding Operations | Venture Fund | Cellulose Production | Wholesale of electricity energy | Generation of Energy | Eliminations | Total |
| Revenue | - | - | 214.779.120 | 9.910.541 | 10.480.624 | - | 235.170.285 |
| Operating income | - | - | 214.779.120 | 9.910.541 | 10.480.624 | - | 235.170.285 |
| Cost of sales (-) | - | - | (176.551.405) | (9.317.295) | (21.548.595) | - | (207.417.295) |
| Gross profit | - | - | 38.227.715 | 593.246 | (11.067.971) | - | 27.752.990 |
| Marketing expenses (-) | - | - | (3.593.655) | (6.872) | - | - | (3.600.527) |
| Administrative expenses (-) | (6.499.429) | (5.823.654) | (10.795.960) | (668.098) | (5.177.542) | - | (28.964.683) |
| Income from other operating activities | 1.540.286 | 664.790.390 | 13.538.331 | 4.129 | 312.632.440 | (356.477.518) | 636.028.058 |
| Expense from other operating activities (-) | 35.261 | (70) | (6.186.288) | (12.163) | (123.976.293) | 121.059.437 | (9.080.116) |
| Operating profit/(loss) | (4.923.882) | 658.966.666 | 31.190.143 | (89.758) | 172.410.634 | (235.418.081) | 622.135.722 |
| Shares in the profits / (losses) of investments accounted for using the equity method | (3.235.767) | - | - | - | - | - | (3.235.767) |
| Income from investing activities | - | - | - | - | - | - | - |
| Finance income | 75.851.132 | - | - | 244.716 | 136.903.803 | (184.738.046) | 28.261.605 |
| Finance expense | (115.451.285) | (62.765.299) | (21.900.134) | (17.469) | (58.054.543) | 184.738.044 | (73.450.686) |
| Profit / (loss) before tax | (3.348.538) | 661.198.692 | 16.586.518 | (228.099) | 134.904.624 | (234.600.014) | 574.513.183 |
| Tax expense | (30.429.754) | - | (4.161.086) | (5.164.466) | (67.475.743) | - | (107.231.049) |
| Profit / (loss) for the period | (33.778.292) | 661.198.692 | 12.425.432 | (5.392.565) | 67.428.881 | (234.600.014) | 467.282.134 |

VERUSA HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2025

(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

5. OPERATING SEGMENTS (cont'd)

Details of segment assets and liabilities according to segments are as follows:

| Balance Sheet | 31 March 2025 | | | | | | Total |
|---|--------------------|-----------------|----------------------|---------------------------------|----------------------|------------------|-----------------|
| | Holding Operations | Venture Fund | Cellulose Production | Wholesale of electricity energy | Generation of Energy | Eliminations (*) | |
| Total assets | 2.017.652.905 | 3.634.780.570 | 805.327.688 | 227.888.541 | 4.587.328.163 | (4.685.984.726) | 6.586.993.141 |
| Liabilities | (708.275.042) | (1.534.068) | (303.391.503) | (12.698.422) | (1.106.210.206) | 1.169.635.474 | (962.473.767) |
| Equity attributable to equity holders of the parent | (1.309.377.863) | (3.633.246.502) | (501.936.185) | (215.190.119) | (3.481.117.957) | 5.168.999.519 | (3.971.869.107) |
| Non-controlling interests | - | - | - | - | - | (1.652.650.267) | (1.652.650.267) |

| Balance Sheet | 31 December 2024 | | | | | | Total |
|---|--------------------|-----------------|----------------------|---------------------------------|----------------------|------------------|-----------------|
| | Holding Operations | Venture Fund | Cellulose Production | Wholesale of electricity energy | Generation of Energy | Eliminations (*) | |
| Total assets | 2.005.485.374 | 4.089.663.199 | 892.014.615 | 226.969.693 | 4.241.916.625 | (5.009.218.075) | 6.446.831.431 |
| Liabilities | (657.042.078) | (1.045.407) | (360.817.007) | (9.601.071) | (637.627.422) | 1.134.360.902 | (531.772.083) |
| Equity attributable to equity holders of the parent | (1.348.443.296) | (4.088.617.792) | (531.197.608) | (217.368.622) | (3.604.289.203) | 5.589.391.084 | (4.200.525.437) |
| Non-controlling interests | - | - | - | - | - | (1.714.533.911) | (1.714.533.911) |

(*) A significant portion of the elimination figure results from the consolidation of the Holding's subsidiaries.

The details of investment expenditures and depreciation and amortization charges according to industrial segments are as follows:

| | 31 March 2025 | | | | | |
|-------------------------|--------------------|--------------|----------------------|---------------------------------|----------------------|--------------|
| | Holding Activities | Venture Fund | Cellulose Production | Wholesale of electricity energy | Generation of Energy | Total |
| Investment expenses | 45.218 | - | 978.035 | 10.457 | 8.261.514 | 9.295.224 |
| expenses for the period | (862.439) | (791.825) | (7.785.905) | - | (9.456.642) | (18.896.811) |

| | 31 March 2024 | | | | | |
|-------------------------|--------------------|--------------|----------------------|---------------------------------|----------------------|--------------|
| | Holding Activities | Venture Fund | Cellulose Production | Wholesale of electricity energy | Generation of Energy | Total |
| Investment expenses | - | - | 3.273.573 | 11.510 | 69.870.941 | 73.156.024 |
| expenses for the period | (930.818) | (948.232) | (2.123.942) | (568) | (10.645.502) | (14.649.062) |

VERUSA HOLDİNG A.Ş. AND ITS SUBSIDIARIES

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(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

6. RELATED PARTY DISCLOSURES

| 31 March 2025 | | | | |
|--------------------------------------|-------------------|-------------------|-------------------|-------------------|
| | Receivables | | Payables | |
| | Current | | Non-current | |
| | Trade | Non-trade | Trade | Non-trade |
| Balances with related parties | | | | |
| Financial Investments | | | | |
| Investco Holding A.Ş. | - | 34.426.904 | - | 21.877.559 |
| Innosa Teknoloji | 21.894.709 | - | 21.242.454 | - |
| | 21.894.709 | 34.426.904 | 21.242.454 | 21.877.559 |
| 31 December 2024 | | | | |
| | Receivables | | Payables | |
| | Current | | Non-current | |
| | Trade | Non-trade | Trade | Non-trade |
| Balances with related parties | | | | |
| Shareholders | | | | |
| Investco Holding A.Ş. | - | 21.242.454 | - | - |
| Innosa Teknoloji | 21.242.454 | - | - | - |
| | 21.242.454 | 21.242.454 | - | - |

| 1 January - 31 March 2025 | | |
|---|------------------|------------------|
| | Service expense | Interest expense |
| Transaction with related parties | | |
| Shareholders | | |
| Investco Holding A.Ş. | 1.166.660 | 2.220.258 |
| | 1.166.660 | 2.220.258 |

| 1 January - 31 March 2024 | | |
|---|-----------------|------------------|
| | Service expense | Interest expense |
| Transaction with related parties | | |
| Shareholders | | |
| Investco Holding A.Ş. | 484.012 | 55.828 |
| | 484.012 | 55.828 |

The detail of compensation of key management personnel as follows:

| | 1 January- 31 March 2025 | 1 January- 31 March 2024 |
|--|--------------------------------|--------------------------------|
| Salaries and other short-term benefits (*) | 6.306.801 | 4.562.676 |
| | 6.306.801 | 4.562.676 |

(*) The Group has determined the senior management team as board members and independent board members. The benefits provided to senior executives consist of payments made within the scope of remuneration rights.

VERUSA HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2025

(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

7. TRADE RECEIVABLES AND PAYABLES

| | 31 March 2025 | 31 December 2024 |
|---|---|---|
| Short-term trade receivables | | |
| Trade receivables | 252.399.580 | 345.057.148 |
| -Trade receivables from related parties | 21.894.709 | 21.242.454 |
| -Other receivables | 230.504.871 | 323.814.694 |
| Notes receivable | - | 122.170 |
| Provision for doubtful receivables (-) | (1.493.875) | (1.644.200) |
| | 250.905.705 | 343.535.118 |
| | 1 January- 31 March 2025 | 1 January- 31 March 2024 |
| Movement of doubtful receivables | | |
| Opening balance | 1.644.200 | 2.378.713 |
| Monetary gain / (loss) | (150.325) | (311.410) |
| Closing | 1.493.875 | 2.067.302 |
| | 31 March 2025 | 31 December 2024 |
| Trade payables | 557.313.445 | 142.739.072 |
| - Trade payables to third parties | 557.313.445 | 142.739.072 |
| | 557.313.445 | 142.739.072 |

8. PREPAID EXPENSES AND DEFERRED INCOME

| | 31 March 2025 | 31 December 2024 |
|------------------------------------|--------------------------|-----------------------------|
| Short-term prepaid expenses | | |
| Advances given for purchases | 51.389.614 | 41.252.759 |
| Prepaid expenses | 3.591.771 | 4.757.463 |
| | 54.981.385 | 46.010.222 |
| | 31 March 2025 | 31 December 2024 |
| Long-term prepaid expenses | | |
| Advances given for purchases | 200.001 | 220.126 |
| Prepaid expenses | 270.649 | 487.987 |
| | 470.650 | 708.113 |

VERUSA HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2025

(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

9. OTHER RECEIVABLES AND PAYABLES

| | 31 March 2025 | 31 December 2024 |
|---|-------------------|---------------------|
| Other current receivables | | |
| Receivables from tax offices | 11.422.557 | 32.827.664 |
| Deposits and guarantees given | 2.667.919 | 2.503.240 |
| Other receivables from related parties (Note 6) | 34.426.904 | 21.877.559 |
| Other receivables | 1.812.634 | 45.462.899 |
| | 50.330.014 | 102.671.362 |
| Other non-current receivables | | |
| Deposits and guarantees given | 615.980 | 740.715 |
| | 615.980 | 740.715 |
| Other current payable | | |
| Other payables to third parties | 308.732 | 339.799 |
| | 308.732 | 339.799 |
| Other non-current payable | | |
| Other payables to third parties | 129.288 | 206.616 |
| | 129.288 | 206.616 |

10. INVENTORIES

| | 31 March 2025 | 31 December 2024 |
|-----------------|-------------------|---------------------|
| Raw material | 41.556.260 | 42.602.419 |
| Work in process | 12.077.522 | 6.731.106 |
| Finished goods | 34.943.773 | 37.668.861 |
| Other | 1.016.969 | 1.164.060 |
| | 89.594.524 | 88.072.086 |

11. COMMITMENTS

| 31 March 2025 | TL Equivalent | TRY | EUR |
|---|--------------------|--------------------|------------------|
| CPM given on behalf on fully consolidated companies | | | |
| -Guarantee letters | 208.114.648 | 140.203.156 | 1.795.000 |
| -Pledge | 486.477.428 | 486.477.428 | - |
| Total | 694.592.076 | 626.680.584 | 1.795.000 |
| 31 December 2024 | TL Equivalent | TRY | EUR |
| CPM given on behalf on fully consolidated companies | | | |
| -Guarantee letters | 199.170.432 | 129.344.279 | 1.795.000 |
| -Pledge | 486.477.428 | 486.477.428 | - |
| Total | 685.647.860 | 615.821.707 | 1.795.000 |

Guarantees given are given against loans. As of 31 March 2025 and 31 December 2024, the ratio of other CPMs given by the Group to the equity of the Group is zero.

VERUSA HOLDİNG A.Ş. AND ITS SUBSIDIARIES

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(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

12. PROPERTY, PLANT AND EQUIPMENT

| Cost Value | Land | Buildings | Plants, machinery and equipments | Motor vehicles | Furniture and fixture | Hydroelectric power plant | Solar power plant | Other tangible fixed assets | Minarel resources | Construction in progrss | Total |
|---|-------------------|--------------------|--|---------------------|--------------------------|------------------------------|----------------------|-----------------------------------|----------------------|----------------------------|----------------------|
| Opening balances of 1 January 2025 | 45.835.640 | 114.754.405 | 291.431.210 | 15.944.437 | 28.362.282 | 802.984.128 | 357.283.083 | 66.187.640 | 94.840.716 | 130.736.251 | 1.948.359.792 |
| Additions | - | 128.639 | 392.341 | - | 734.804 | - | - | 86.412 | - | 7.953.028 | 9.295.224 |
| Closing balance as of 31 March 2025 | 45.835.640 | 114.883.044 | 291.823.551 | 15.944.437 | 29.097.086 | 802.984.128 | 357.283.083 | 66.274.052 | 94.840.716 | 138.689.279 | 1.957.655.016 |
| Accumulated Depreciation | | | | | | | | | | | |
| Opening balances of 1 January 2025 | - | (4.539.980) | (50.226.899) | (11.034.114) | (17.320.325) | (80.528.826) | (20.277.499) | (22.142.902) | (5.324.214) | - | (211.394.759) |
| Charge of the year | - | (796.346) | (6.283.904) | (423.300) | (1.065.095) | (5.798.201) | (2.058.057) | (2.002.511) | (469.397) | - | (18.896.811) |
| Closing balance as of 31 March 2025 | - | (5.336.326) | (56.510.803) | (11.457.414) | (18.385.420) | (86.327.027) | (22.335.556) | (24.145.413) | (5.793.611) | - | (230.291.570) |
| Carrying values ass of 31 March 2025 | 45.835.640 | 109.546.718 | 235.312.748 | 4.487.023 | 10.711.666 | 716.657.101 | 334.947.527 | 42.128.639 | 89.047.105 | 138.689.279 | 1.727.363.446 |

VERUSA HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2025

(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

12. PROPERTY, PLANT AND EQUIPMENT (cont'd)

| Cost Value | Land | Buildings | Plants, machinery and equipments | Motor vehicles | Furniture and fixture | Hydroelectric power plant | Solar power plant | Other tangible fixed assets | Minarel resources | Construction in progrss | Total |
|---|-------------------|--------------------|--|--------------------|--------------------------|------------------------------|----------------------|-----------------------------------|----------------------|----------------------------|----------------------|
| Opening balances of 1 January 2024 | 48.767.052 | 33.525.428 | 78.757.968 | 15.928.722 | 24.444.310 | 912.920.353 | 427.104.340 | 64.530.398 | 94.840.717 | 398.836.249 | 2.099.655.537 |
| Additions | - | - | - | - | 770.385 | 62.183.290 | - | 12.661 | - | 9.192.778 | 72.159.114 |
| Closing balance as of 31 December 2024 | 48.767.052 | 33.525.428 | 78.757.968 | 15.928.722 | 25.214.695 | 975.103.643 | 427.104.340 | 64.543.059 | 94.840.717 | 408.029.027 | 2.171.814.651 |
| Accumulated Depreciation | | | | | | | | | | | |
| Opening balances of 1 January 2024 | - | (2.010.643) | (33.939.785) | (9.187.245) | (13.385.389) | (52.009.228) | (10.379.557) | (15.084.714) | (697.529) | - | (136.694.090) |
| Charge of the year | - | (413.593) | (969.837) | (502.092) | (985.937) | (6.928.545) | (2.468.848) | (1.962.135) | (239.772) | - | (14.470.759) |
| Closing balance as of 31 March 2024 | - | (2.424.236) | (34.909.622) | (9.689.337) | (14.371.326) | (58.937.773) | (12.848.405) | (17.046.849) | (937.301) | - | (151.164.849) |
| Carrying values ass of 31 March 2024 | 48.767.052 | 31.101.192 | 43.848.346 | 6.239.385 | 10.843.369 | 916.165.870 | 414.255.935 | 47.496.210 | 93.903.416 | 408.029.027 | 2.020.649.802 |

VERUSA HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2025

(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

12. PROPERTY, PLANT AND EQUIPMENT (cont'd)

Depreciation periods for tangible fixed assets are as follows:

| | <u>Useful life</u> |
|-----------------------------|--------------------|
| Buildings | 30 year |
| Plants, machinery and | 3 - 20 year |
| Motor vehicles | 5 year |
| Furniture and fixture | 3 - 20 year |
| Other tangible fixed assets | 3 - 5 year |
| Hydroelectric power plant | 36 - 39 year |
| Solar power plant | 43 year |

The Group does not have any tangible fixed assets acquired through financial leasing (31 December 2024:None).

13. OTHER ASSETS AND LIABILITIES

| <u>Other current assets</u> | <u>31 March 2025</u> | <u>31 December 2024</u> |
|-----------------------------|--------------------------|-----------------------------|
| VAT carried forward | 34.641.884 | 13.990.602 |
| Job advances | 437.742 | 354.048 |
| Personnel advances | 13.488 | 12.521 |
| Other VAT | 2.235.063 | 830.249 |
| | <u>37.328.177</u> | <u>15.187.420</u> |

| <u>Other non-current assets</u> | <u>31 March 2025</u> | <u>31 December 2024</u> |
|---------------------------------|--------------------------|-----------------------------|
| Other VAT | 21.463.253 | 24.025.266 |
| | <u>21.463.253</u> | <u>24.025.266</u> |

| <u>Other current liabilities</u> | <u>31 March 2025</u> | <u>31 December 2024</u> |
|----------------------------------|---------------------------|-----------------------------|
| Taxes and funds payables | 57.386.957 | 4.843.397 |
| State right share | - | 8.558.701 |
| Advances received | 34.244.481 | 2.415.672 |
| VAT Payable | 609.834 | - |
| Other payables and liabilities | 18.943.508 | 439.088 |
| | <u>111.184.780</u> | <u>16.256.858</u> |

VERUSA HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2025

(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

14. SHARE CAPITAL, RESERVES AND OTHER EQUITY ITEMS

a) Capital

| Shareholders | % | 31 March 2025 | % | 31 December 2024 |
|---------------------------|-------------|-------------------|-------------|---------------------|
| Investco Holding A.Ş. | 63,67% | 44.566.195 | 63,67% | 44.566.195 |
| Public Shares | 36,33% | 25.433.805 | 36,33% | 25.433.805 |
| Authorised capital | 100% | 70.000.000 | 100% | 70.000.000 |

| | | |
|-------------------------------------|--------------------|--------------------|
| Capital structure adjustment | 754.837.484 | 754.837.484 |
|-------------------------------------|--------------------|--------------------|

As of 31 March 2025, the Group's issued capital is TRY 70,000,000 (31 December 2024: TRY 70,000,000). This capital consists of 70,000,000 shares, each with a nominal value of TRY 1 (31 December 2024: 70,000,000 shares). These shares are divided into Group A and Group B shares. Group A shares are registered, and Group B shares are bearer shares. Group A shares have special rights and privileges as specified in the Articles of Association, while no special rights or privileges have been granted to Group B shares. There are 14,000,000 Group A shares (31 December 2024: 14,000,000) and 56,000,000 Group B shares (31 December 2024: 56,000,000).

b) Restricted Reserves Allocated from Profit

| | 31 March 2025 | 31 December 2024 |
|----------------|--------------------|---------------------|
| Legal reserves | 44.691.038 | 44.691.038 |
| Other reserves | 438.980.299 | 438.980.299 |
| | 483.671.337 | 483.671.337 |

As of 31 March 2025, the Group's issued capital is TRY 70,000,000 (31 December 2024: TRY 70,000,000). This capital consists of 70,000,000 shares, each with a nominal value of TRY 1 (31 December 2024: 70,000,000 shares). These shares are divided into Group A and Group B shares. Group A shares are registered, and Group B shares are bearer shares. Group A shares have special rights and privileges as specified in the Articles of Association, while no special rights or privileges have been granted to Group B shares. There are 14,000,000 Group A shares (31 December 2024: 14,000,000) and 56,000,000 Group B shares (31 December 2024: 56,000,000).

VERUSA HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2025

(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

15. REVENUE AND COST OF SALES

| | 1 January- 31 March 2025 | 1 January- 31 March 2024 |
|------------------------------------|--------------------------------|--------------------------------|
| Sales | | |
| Domestic sales | 71.927.709 | 62.157.689 |
| Export sales | 135.160.083 | 173.067.086 |
| Sales returns (-) | (1.726.433) | (54.490) |
| | 205.361.359 | 235.170.285 |
| Cost of sales | | |
| Cost of energy and cellulose sales | (204.599.877) | (207.417.295) |
| | (204.599.877) | (207.417.295) |

16. OTHER INCOME AND EXPENSES FROM OPERATING ACTIVITIES

| | 1 January- 31 March 2025 | 1 January- 31 March 2024 |
|--|--------------------------------|--------------------------------|
| <u>Other operating income:</u> | | |
| Gain on revaluation on financial investments | 190.058.804 | 521.171.627 |
| Gain on sales of financial investments | - | 81.020.548 |
| Foreign exchange gains from operations | 10.786.639 | 28.402.695 |
| Interest income | 908.190 | 584.415 |
| Dividend income | 35.796.105 | - |
| Other income | 7.816.747 | 4.848.773 |
| | 245.366.485 | 636.028.058 |
| <u>Other operating expenses</u> | | |
| Loss on revaluation on financial investments | (451.795.179) | - |
| Foreign exchange loss from operations | (10.796.333) | (8.309.471) |
| Other expenses | (7.422.437) | (770.645) |
| | (470.013.949) | (9.080.116) |

VERUSA HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2025

(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

17. FINANCE INCOME / EXPENSES

| | 1 January- 31 March 2025 | 1 January- 31 March 2024 |
|-------------------|--------------------------------|--------------------------------|
| Interest income | 9.317.261 | 28.261.605 |
| | 9.317.261 | 28.261.605 |
| | 1 January- 31 March 2025 | 1 January- 31 March 2024 |
| Interest expense | (15.703.903) | (72.895.188) |
| Commision expense | (148.786) | (555.498) |
| | (15.852.689) | (73.450.686) |

18. TAXATION ON INCOME

| | 31 March 2025 | 31 December 2024 |
|--|-------------------|---------------------|
| <u>Current tax liabilities / (assets)</u> | | |
| Current tax provision | 38.972.618 | 94.654.851 |
| Less: Prepaid taxes and funds | (2.313.237) | (19.239.368) |
| | 36.659.381 | 75.415.483 |

Tax expense on the income statement:

| | 1 January- 31 March 2025 | 1 January- 31 March 2024 |
|-------------------------------------|--------------------------------|--------------------------------|
| <u>Tax expense comprises</u> | | |
| Current tax expenses | (26.496.578) | (33.442.915) |
| Deferred tax income / (expenses) | 41.035.190 | (73.788.134) |
| Total tax income / (expense) | 14.538.612 | (107.231.049) |

Corporate Tax

The Group is subject to the corporate tax applicable in Turkey, except for Verusaturk Girişim Sermayesi Yatırım Ortaklığı A.Ş., one of its subsidiaries. Provisions for the estimated tax liabilities related to the current period's operating results have been recognized in the accompanying consolidated financial statements.

The corporate tax rate is applied on the remaining tax base after adding non-deductible expenses to the commercial profit used in the tax base calculation, and deducting exempt income, non-taxable income and other deductions (such as prior years' losses and investment incentives utilized, if preferred). The effective tax rate applied in 2024 is 25%.

In Turkey, provisional tax is calculated and accrued on a quarterly basis. During the taxation of corporate income by provisional tax periods in 2024, the provisional tax rate to be calculated on the corporate income is 25%. Losses may be carried forward for a maximum of 5 years to be deducted from future taxable profits. However, losses cannot be carried back to offset profits of previous years.

There is no definite and conclusive agreement procedure in Turkey for tax assessments. Companies prepare and submit their tax returns between 1–25 April of the year following the fiscal year. The tax returns and the underlying accounting records may be reviewed and amended by the Tax Authority within five years.

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18. TAXATION ON INCOME (cont'd)

Corporate Tax (cont'd)

Law No. 7061 on the “Amendments to Certain Tax Laws and Some Other Laws” was published in the Official Gazette dated 5 December 2017 and numbered 30261. Article 89 of this Law amended Article 5 titled “Exemptions” of the Corporate Tax Law. Subparagraph (a) of the first paragraph reduced the 75% exemption applied to the gains from the sale of immovable properties held for two full years by the entities to 50%. This regulation entered into force as of 5 December 2017.

The Law Amending the Tax Procedure Law and the Corporate Tax Law was enacted on January 20, 2022, under Law No. 7352. It has been decided that financial statements will not be subject to inflation adjustment in the 2021 and 2022 accounting periods, including temporary accounting periods, and in the 2023 accounting period, regardless of whether the conditions for inflation adjustment under Article 298 are met. In accordance with Law No. 7352, the inflation adjustment will be applied to the financial statements as of December 31, 2024, and the profit/loss difference resulting from the inflation adjustment will be reflected in the prior years' profit/loss account and will not be subject to tax.

Income Withholding Tax

In addition to corporate income tax, a withholding tax must also be calculated on dividends, except for those distributed to fully taxpayer entities that declare such dividends as part of their corporate income and to Turkish branches of foreign companies. Between 24 April 2003 and 22 July 2006, the withholding tax rate on dividends was applied as 10%. As of 22 July 2006, this rate has been applied as 15% pursuant to the Council of Ministers' Decree No. 2006/10731. Dividends that are not distributed but added to the capital are not subject to withholding tax.

A 19.8% withholding tax must be applied on investment allowances utilized based on investment incentive certificates obtained prior to 24 April 2003. No withholding tax is applied on investment expenditures without incentive certificates made after this date.

Deferred Tax

The Group recognizes deferred tax assets and liabilities for the temporary timing differences arising between its tax-based statutory financial statements and the financial statements prepared in accordance with TFRS. These differences mainly result from certain income and expense items being recognized in different periods in the tax-based financial statements and in the TFRS financial statements. The nature of these differences is explained below.

A tax rate of 25% has been used in the calculation of deferred tax assets and liabilities (2024: 25%).

Since entities in Turkey are not allowed to declare tax refunds, the deferred tax assets of subsidiaries are not offset against the deferred tax liabilities of other subsidiaries and are presented separately.

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18. TAXATION ON INCOME (cont'd)

Deferred Tax (cont'd):

The movement of deferred tax assets / (liabilities) is given below:

| Deferred tax assets / (liabilities): | 31 March 2025 | 31 December 2024 |
|--|--|--|
| | Deferred tax | |
| Net differences on depreciation of property, plant and equipment / amortization of other intangible assets | (320.546.860) | (310.629.714) |
| Revaluation of financial instruments | (69.537.919) | (86.948.531) |
| Provision for doubtful receivables | 554.361 | 610.145 |
| Provision for employee benefit obligations | 1.681.162 | 2.767.387 |
| Provision for unused vacation expense | 1.568.898 | 1.319.579 |
| Investment incentives | 33.229.346 | 36.573.138 |
| VUK inflation accounting effect | 698.274.324 | 685.296.087 |
| Other | 13.401.586 | (11.398.383) |
| | 358.624.898 | 317.589.708 |
| | 1 March- 31 December 2025 | 1 March- 31 December 2024 |
| Deferred tax assets / (liability) movement: | | |
| Opening balance as of 1 January | 317.589.708 | 222.395.780 |
| Charged to profit or loss | 41.035.190 | (73.788.134) |
| Closing balance | 358.624.898 | 148.607.646 |

19. EARNINGS PER SHARE

| | 1 January- 31 March 2025 | 1 January- 31 December 2024 |
|-------------------------------------|---|--|
| Earning per share | | |
| Amount of share | 70.000.000 | 70.000.000 |
| Net profit of the main shareholding | (218.992.526) | 262.240.996 |
| Earning per share | (3,13) | 3,75 |

20. FINANCIAL INSTRUMENTS

Financial investments

| Current financial investments | 31 March 2025 | 31 December 2024 |
|---|--------------------------|-----------------------------|
| Financial assets at fair value through profit or loss | 3.306.839.425 | 3.115.992.567 |
| Blocked deposits | 8.396 | 9.241 |
| | 3.306.847.821 | 3.116.001.808 |

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20. FINANCIAL INSTRUMENTS (cont'd)

Financial Investments Whose Fair Value Changes Are Recognized in Profit or Loss

| | 31 March 2025 | 31 December 2024 | | |
|--|----------------------|----------------------|-----------------|----------------------|
| <u>Share certificate</u> | | | | |
| Shares traded on the stock exchange | 1.758.550.820 | 1.567.703.962 | | |
| Shares non-traded on the stock exchange | 1.548.288.605 | 1.548.288.605 | | |
| | 3.306.839.425 | 3.115.992.567 | | |
| <u>Non-current financial investments</u> | | | | |
| | 31 March 2025 | 31 December 2024 | | |
| EPIAŞ - Enerji Piyasaları İşletme A.Ş. (*) | 217.973.251 | 217.973.251 | | |
| Other | 1.387 | 1.387 | | |
| | 217.974.638 | 217.974.638 | | |
| Type | Share Rate % | 31 March 2025 | Share Rate % | 31 December 2024 |
| <u>Shares not-traded on the stock exchange</u> | | | | |
| Vektora Yazılım Teknolojileri A.Ş. | 60% | 437.604.095 | 60% | 437.604.095 |
| Kahve Diyarı Pazarlama Sanayi ve Ticaret A.Ş. | 50% | 190.105.914 | 50% | 190.105.914 |
| Probel Yazılım ve Bilişim Sistemleri A.Ş. | 10% | 55.031.383 | 10% | 55.031.383 |
| Core Engage Yazılım A.Ş. | 50% | 303.722.952 | 50% | 303.722.952 |
| Golive Yazılım Hizmetleri A.Ş. | 25% | 545.085.851 | 25% | 545.085.851 |
| Other | | 16.738.410 | | 16.738.410 |
| | | 1.406.732.408 | | 1.280.852.369 |
| <u>Shares traded on the stock exchange</u> | | | | |
| Other | | 1.758.550.820 | | 1.567.703.962 |
| | | 1.758.550.820 | | 1.567.703.962 |
| | | 3.306.839.425 | | 3.115.992.567 |

Financial debts

| Financial debts | 31 March 2025 | 31 December 2024 |
|--|--------------------|---------------------|
| Short term bank loans | 116.484.363 | 148.292.227 |
| Short-term portion of long-term borrowings | 11.830.457 | - |
| Long-term borrowings | 102.098.535 | 122.706.812 |
| | 230.413.355 | 270.999.039 |

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20. FINANCIAL INSTRUMENTS (cont'd)

Financial debts (cont'd)

The maturity analysis of bank loans is as follows:

| | 31 March 2025 | 31 December 2024 |
|--------------------------|--------------------|---------------------|
| To be paid within 1 year | 128.314.820 | 148.292.227 |
| Between 1-2 years | 62.617.323 | 60.314.353 |
| Between 2-3 years | 25.496.318 | 44.832.730 |
| Between 3-4 years | 2.258.823 | 2.486.123 |
| Between 4-5 years | 2.258.823 | 2.486.123 |
| 5 years and more | 9.467.248 | 12.587.483 |
| | 230.413.355 | 270.999.039 |

| | | 31 March 2025 | |
|----------|-------------------------|--------------------|--------------------|
| Currency | Effective Interest Rate | Current | Non-current |
| TRY | %8,5 - %45,5 | 67.663.317 | - |
| USD | %7,6 - %8,5 | 60.651.503 | - |
| EUR | %1,04 - %2,5 | - | 102.098.535 |
| | | 128.314.820 | 102.098.535 |

| | | 31 December 2024 | |
|----------|-------------------------|--------------------|--------------------|
| Currency | Effective Interest Rate | Current | Non-current |
| TRY | %8,5 - %45,5 | 81.537.504 | 64.068.120 |
| USD | %7,6 - %8,5 | 66.754.723 | 53.813.497 |
| EUR | %1,04 - %2,5 | - | 4.825.195 |
| | | 148.292.227 | 122.706.812 |

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21. NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS

Capital risk management

The Group manages its capital to ensure that entities in the Group will be able to continue as going concerns while maximizing the return to stakeholders through the optimization of the debt and equity balance. The capital structure of the Group consists of debt, which includes the borrowings disclosed in Note 25, cash and cash equivalents and equity attributable to equity holders of the parent, comprising issued capital, reserves and retained earnings.

The Group's risk management committee reviews the capital structure of the Group collectively on a semiannual basis. As a part of this review, the committee considers the cost of capital and the risks associated with each class of capital. Based on recommendations of the committee, the Group will balance its overall capital structure through the payment of dividends, new share issues and share buy-backs as well as the issue of new debt or the redemption of existing debt.

In addition and consistent with others in the industry, the group monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings (including 'current and non-current borrowings' as shown in the consolidated statement of financial position) less cash and cash equivalents. Total capital is calculated as 'equity' as shown in the consolidated statement of financial position plus net debt.

The gearing ratios are as follows:

| | 31 March 2025 | 31 December 2024 |
|-------------------------------------|---------------|------------------|
| Financial debts | 230.413.355 | 270.999.039 |
| Less: cash and cash equivalents | (38.393.049) | (20.002.405) |
| Net debt | 192.020.306 | 250.996.634 |
| Total equity | 5.624.519.374 | 5.915.059.348 |
| Total capital | 5.816.539.680 | 6.166.055.982 |
| Net Debt/Total Capital Ratio | %3,30 | %4,07 |

Financial risk factors

The Group's activities expose it to a variety of financial risks including interest rate risk, liquidity risk, currency risk and credit risk. Group's risk management programme generally focuses on uncertainty in financial markets and minimizing potential negative effects on Group's financial performance.

Risk management, is conducted by a treasury department with some politic approved by the board of management. Treasury department of the Group defines and evaluates the financial risk, and by working with the operation units they use tools to decrease the risk. Board of management generates a written procedure about foreign exchange risk, interest rate risk, loan risk, how to use derivative instruments and other non-derivative financial instruments, and how to evaluate excess liquidity or a general legislation about risk management.

Interest rate risk management

The Group is exposed to interest rate risk through the impact of rate changes on interest bearing liabilities and assets. Such risks are managed inherently by netting off the interest-bearing assets and liabilities.

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21. NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (cont'd)

Credit risk management

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Group. Group, aiming to decrease credit risk by transacting only with parties who has credit assurance and where possible, obtaining sufficient guarantee.

| | Trade Receivables | | Other Receivables | | Cash and cash equivalents |
|--|-------------------|---------------|-------------------|---------------|---------------------------|
| 31 March 2025 | Related parties | Third parties | Related parties | Third parties | |
| Maximum credit risk exposed as of balance sheet date (A+B+C+D+E) | 21.894.709 | 229.010.996 | 34.426.904 | 16.519.090 | 38.384.653 |
| - Secured portion of the maximum credit risk by guarantees | - | - | - | - | - |
| A. Net book value of financial assets that are neither past due nor impaired | 21.894.709 | 229.010.996 | 34.426.904 | 16.519.090 | 38.384.653 |
| B. Net book value of the financial assets that their conditions are renegotiated and otherwise be impaired | - | - | - | - | - |
| C. Net book value of financial assets that are past due but not impaired | - | - | - | - | - |
| - Secured portion of the net book value by guarantees, etc. | - | - | - | - | - |
| D. Net book value of the impaired assets | - | - | - | - | - |
| -Past due (gross amount) | - | 1.493.875 | - | - | - |
| -Impairment (-) (Note 7) | - | (1.493.875) | - | - | - |
| -Secured portion of the net book value by guarantees, etc. | - | - | - | - | - |
| - Not Past due (gross amount) | - | - | - | - | - |
| -Impairment (-) | - | - | - | - | - |
| -Secured portion of the net book value by guarantees, etc. | - | - | - | - | - |
| E. Off-balance sheet items include credit risk | - | - | - | - | - |

| | Trade Receivables | | Other Receivables | | Cash and cash equivalents |
|--|-------------------|---------------|-------------------|---------------|---------------------------|
| 31 December 2024 | Related parties | Third parties | Related parties | Third parties | |
| Maximum credit risk exposed as of balance sheet date (A+B+C+D+E) | 21.242.454 | 322.292.664 | - | 81.534.518 | 19.993.164 |
| - Secured portion of the maximum credit risk by guarantees | - | - | - | - | - |
| A. Net book value of financial assets that are neither past due nor impaired | 21.242.454 | 322.292.664 | - | 81.534.518 | 19.993.164 |
| B. Net book value of the financial assets that their conditions are renegotiated and otherwise be impaired | - | - | - | - | - |
| C. Net book value of financial assets that are past due but not impaired | - | - | - | - | - |
| - Secured portion of the net book value by guarantees, etc. | - | - | - | - | - |
| D. Net book value of the impaired assets | - | - | - | - | - |
| -Past due (gross amount) | - | 1.644.200 | - | - | - |
| -Impairment (-) (Note 7) | - | (1.644.200) | - | - | - |
| -Secured portion of the net book value by guarantees, etc. | - | - | - | - | - |
| - Not Past due (gross amount) | - | - | - | - | - |
| -Impairment (-) | - | - | - | - | - |
| -Secured portion of the net book value by guarantees, etc. | - | - | - | - | - |
| E. Off-balance sheet items include credit risk | - | - | - | - | - |

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21. NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (cont'd)

Liquidity risk management

Conservative liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions. Due to the dynamic nature of the underlying business, the Group aims maintaining flexibility in funding by keeping committed credit lines available.

| | | Total Contracted | | | | |
|-------------------------------|--------------------|--------------------|--------------------|--------------------|--------------------|-------------------|
| | Carrying | Cash Outflows | Less than 3 | 3 to 12 months | 1 to 5 years | 5 years + |
| 31 March 2025 | value | (I+II+III+IV) | months (I) | (II) | (III) | (IV) |
| Financials liabilities | | | | | | |
| Bank loans | 230.413.355 | 279.552.426 | 3.134.092 | 149.981.494 | 114.100.026 | 12.336.814 |
| Trade payables | 557.313.445 | 557.313.445 | 557.313.445 | - | - | - |
| Other payables | 438.020 | 438.020 | - | 308.732 | 129.288 | - |
| Total liabilities | 788.164.820 | 837.303.891 | 560.447.537 | 150.290.226 | 114.229.314 | 12.336.814 |

| | | Total Contracted | | | | |
|-------------------------------|--------------------|--------------------|--------------------|--------------------|--------------------|-------------------|
| | Carrying | Cash Outflows | Less than 3 | 3 to 12 months | 1 to 5 years | 5 years + |
| 31 December 2024 | value | (I+II+III+IV) | months (I) | (II) | (III) | (IV) |
| Financials liabilities | | | | | | |
| Bank loans | 270.999.039 | 335.751.688 | 35.859.104 | 144.807.210 | 139.809.559 | 15.275.815 |
| Trade payables | 142.739.072 | 142.739.072 | 142.739.072 | - | - | - |
| Other payables | 546.415 | 546.415 | - | 339.799 | 206.616 | - |
| Total liabilities | 414.284.526 | 479.037.175 | 178.598.176 | 145.147.009 | 140.016.175 | 15.275.815 |

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21. NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (cont'd)

Foreign currency risk management

Transactions denominated in foreign currencies result in foreign currency risk.

The Group is exposed to currency risk due to the volatility of the exchange rate used in the conversion of foreign currency denominated assets and liabilities into Turkish Lira. Exchange risk is caused by the recorded assets and liabilities and future commercial transactions. In this framework, the Group controls this risk through a natural method of offsetting foreign currency assets and liabilities. The management analyzes the foreign exchange position of the Group and ensures that measures are taken where necessary.

The breakdown of the Group's monetary and non-monetary assets and monetary and non-monetary liabilities in foreign currencies as of 31 March 2025 and 31 December 2024 is as follows:

| | 31 March 2025 | | |
|---|--|------------------|----------------|
| | TRY Equivalent (Functional Currency) | US Dollar | EURO |
| 1. Trade Receivables | 86.391.360 | 1.974.848 | 290.159 |
| 2a. Monetary Financial Assets | 7.631.207 | 191.872 | 9.460 |
| 2b. Non-monetary Financial Assets | - | - | - |
| 3. Other | - | - | - |
| 4. Current assets | 94.022.567 | 2.166.721 | 299.619 |
| 5. Trade Receivables | - | - | - |
| 6a. Monetary Financial Assets | - | - | - |
| 6b. Non-monetary financial assets | - | - | - |
| 7. Other | - | - | - |
| 8. Non-current assets | - | - | - |
| 9. TOTAL ASSETS | 94.022.567 | 2.166.721 | 299.619 |
| 10. Payables | 2.022.604 | 38.146 | 14.210 |
| 11. Financial Liabilities | 65.017.344 | 1.718.503 | - |
| 12a. Monetary Other Liabilities | - | - | - |
| 12b. Non-Monetary Other Liabilities | - | - | - |
| 13. Current Liabilities | 67.039.948 | 1.756.649 | 14.210 |
| 14. Payables | - | - | - |
| 15. Financial Liabilities | 46.866.285 | 1.167.623 | 65.990 |
| 16a. Monetary Other Liabilities | - | - | - |
| 16b. Non-Monetary Other Liabilities | - | - | - |
| 17. Non-current Liabilities | 46.866.285 | 1.167.623 | 65.990 |
| 18. TOTAL LIABILITIES | 113.906.233 | 2.924.272 | 80.200 |
| 19. Off-balance Sheet Derivative Instruments | | | |
| off-balance sheet | - | - | - |
| 19.a Amount of active foreign derivative currency | | | |
| off-balance sheet | - | - | - |
| 19.b. Amount of passive foreign derivative currency | | | |
| off-balance sheet | - | - | - |
| 20. Net Foreign Currency Assets/Liabilities Position (9-18+19) | (19.883.666) | (757.552) | 219.419 |
| 21. Monetary Items Net Foreign Currency Assets / | | | |
| Liabilities (1+2a+5+6a-10-11-12a-14-15-16a) | (19.883.666) | (757.552) | 219.419 |
| 22. Total fair value of financial instruments used | | | |
| for foreign currency hedge | - | - | - |
| 23. Amount of hedged portion of foreign currency assets | - | - | - |
| 24. Amount of hedged portion of foreign exchange liabilities | - | - | - |

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21. NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (cont'd)

Foreign currency risk management (cont'd)

| | 31 December 2024 | | |
|---|--|------------------|----------------|
| | TRY Equivalent (Functional Currency) | US Dollar | EURO |
| 1. Trade Receivables | 156.064.992 | 3.780.726 | 228.963 |
| 2a. Monetary Financial Assets | 37.132.053 | 936.560 | 18.920 |
| 2b. Non-monetary Financial Assets | - | - | - |
| 3. Other | - | - | - |
| 4. Current assets | 193.197.045 | 4.717.286 | 247.883 |
| 5. Trade Receivables | - | - | - |
| 6a. Monetary Financial Assets | - | - | - |
| 6b. Non-monetary financial assets | - | - | - |
| 7. Other | - | - | - |
| 8. Non-current assets | - | - | - |
| 9. TOTAL ASSETS | 193.197.045 | 4.717.286 | 247.883 |
| 10. Payables | 22.124.572 | 551.490 | 16.576 |
| 11. Financial Liabilities | 61.089.482 | 1.570.409 | - |
| 12a. Monetary Other Liabilities | - | - | - |
| 12b. Non-Monetary Other Liabilities | - | - | - |
| 13. Current Liabilities | 83.214.054 | 2.121.899 | 16.576 |
| 14. Payables | - | - | - |
| 15. Financial Liabilities | 4.825.194 | - | 119.124 |
| 16a. Monetary Other Liabilities | - | - | - |
| 16b. Non-Monetary Other Liabilities | - | - | - |
| 17. Non-current Liabilities | 4.825.194 | - | 119.124 |
| 18. TOTAL LIABILITES | 88.039.248 | 2.121.899 | 135.700 |
| 19. Off-balance Sheet Derivative Instruments | | | |
| Net Asset/Liability Position (19a-19b) | - | - | - |
| 19.a Amount of active foreign derivative currency off-balance sheet | - | - | - |
| 19.b. Amount of passive foreign derivative currency off-balance sheet | - | - | - |
| 20. Net Foreign Currency Assets/Liabilities Position (9-18+19) | 105.157.797 | 2.595.387 | 112.183 |
| 21. Monetary Items Net Foreign Currency Assets / Liabilities (1+2a+5+6a-10-11-12a-14-15-16a) | 105.157.797 | 2.595.387 | 112.183 |

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21. NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (cont'd)

Foreign currency risk management (cont'd)

Foreign currency sensitivity analysis

The following table details the Group's sensitivity to a 20% increase and decrease in US Dollar and EURO against TRY 20% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 20% change in foreign currency rates. A positive number below indicates an increase in profit or equity.

| | 31 March 2025 | |
|--|------------------------------------|-------------------------------------|
| | Profit / Loss | |
| | Revaluation of foreign currency | Depreciation of foreign currency |
| In case of a 20% increase in US Dollar against TRY | | |
| -US Dollar net asset / liability | (5.721.879) | 5.721.879 |
| In case of a 20% increase in EURO against TRY | | |
| -EURO net asset / liability | 1.789.372 | (1.789.372) |
| TOTAL | (3.932.506) | 3.932.506 |
| | 31 December 2024 | |
| | Profit / Loss | |
| | Revaluation of foreign currency | Depreciation of foreign currency |
| In case of a 20% increase in US Dollar against TRY | | |
| -US Dollar net asset / liability | 20.156.022 | (20.156.022) |
| In case of a 20% increase in EURO against TRY | | |
| -EURO net asset / liability | 908.810 | (908.810) |
| TOTAL | 21.064.832 | (21.064.832) |

Fair value of financial instruments

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

- Level 1: the fair value of financial assets and financial liabilities with standard terms and conditions and traded on active liquid markets are determined with reference to quoted market prices;
- Level 2: the fair value of other financial assets and financial liabilities are determined in accordance with generally accepted pricing models based on discounted cash flow analysis using prices from observable current market transactions; and
- Level 3: the fair value of the financial assets and financial liabilities are determined where there is no observable market data.

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(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

21. NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (cont'd)

Fair value of financial instruments(cont'd) :

| | Financial assets at amortized costs | Financial assets through profit and loss | Financial liabilities at amortized costs | Carrying value |
|------------------------------|---|---|---|----------------|
| 31 March 2025 | | | | |
| <u>Financial assets</u> | | | | |
| Cash and cash equivalents | 38.384.653 | - | - | 38.384.653 |
| Trade receivables | 229.010.996 | - | - | 229.010.996 |
| Other receivables | 16.519.090 | - | - | 16.519.090 |
| Financial investments | 8.396 | 3.524.814.063 | - | 3.524.822.459 |
| <u>Financial liabilities</u> | | | | |
| Borrowings | - | - | 230.413.355 | 230.413.355 |
| Trade payables | - | - | 557.313.445 | 557.313.445 |
| Other financial liabilities | - | - | 107.115.129 | 107.115.129 |
| Other payables | - | - | 438.020 | 438.020 |
| | Loans and receivables (including cash and cash equivalents) | Financial assets through profit and loss | Financial liabilities at amortized costs | Carrying value |
| 31 December 2024 | | | | |
| <u>Financial assets</u> | | | | |
| Cash and cash equivalents | 19.993.164 | - | - | 19.993.164 |
| Trade receivables | 322.292.664 | - | - | 322.292.664 |
| Other receivables | 81.534.518 | - | - | 81.534.518 |
| Financial investments | 9.241 | 3.333.967.205 | - | 3.333.976.446 |
| <u>Financial liabilities</u> | | | | |
| Borrowings | - | - | 270.999.039 | 270.999.039 |
| Trade payables | - | - | 142.739.072 | 142.739.072 |
| Other financial liabilities | - | - | 3.788.999 | 3.788.999 |
| Other payables | - | - | 546.415 | 546.415 |

Financial assets

The fair values of balances denominated in foreign currencies, which are converted at period-end exchange rates, are considered to approximate their carrying values.

The fair values of financial assets carried at cost, including cash and bank deposits, are considered to approximate their carrying values due to their short-term nature and negligible credit losses. The fair values of financial investments are estimated based on market prices at the balance sheet date.

Trade receivables from electricity sales are valued at amortized cost using the effective interest method and are considered to approximate their fair values including the related provisions for doubtful receivables.

Financial liabilities

The fair value of bank borrowings and other monetary liabilities is considered to approximate their carrying value. Long-term loans denominated in foreign currencies are converted at period-end exchange rates and accordingly their fair value approximates their carrying value. Trade payables are valued at amortized cost using the effective interest method and are thus considered to approximate their fair values.

VERUSA HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2025

(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

21. NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (cont'd)

Financial liabilities (cont'd)

Fair value hierarchy of financial assets and liabilities that are measured at fair value:

Some of the Group's financial assets and financial liabilities are measured at fair value at the end of each reporting period. The following table gives information about how the fair values of these financial assets and financial liabilities are determined.

| Financial Assets | Fair Value | | Fair Value Hierarchy | Valuation Techniques | Significant observable inputs | Relationship of observable inputs to fair value |
|---|---------------|------------------|----------------------|--|---|---|
| | 31 March 2025 | 31 December 2024 | | | | |
| Shares traded on the stock exchange | 1.758.550.820 | 1.567.703.962 | Level 1 | Market price | | |
| Shares not traded on the stock exchange | 217.973.251 | 217.973.251 | Level 3 | Discounted cash flows | Enerji Piyasaları İşletme A.Ş. : Under the income approach, a weighted average cost of capital (WACC) of 28.11% in Turkish Lira and a terminal growth rate of 7% have been used. | Keeping all other inputs constant, a 5% change in the weighted average cost of capital results in a TRY 12 million change in fair value, while a 5% change in the terminal growth rate leads to a TRY 1 million change. |
| Shares not traded on the stock exchange | 16.738.410 | 16.738.410 | Level 3 | Indexed Sales Price | | |
| Shares not traded on the stock exchange | 437.604.095 | 437.604.095 | Level 3 | Equivalence Value and Discounted Cash Flow | Vektora Yazılım Teknolojileri A.Ş.: While determining the fair value, a combination of market multiples and discounted cash flow valuation has been weighted (Level 3). Under the market approach, the weighted average multiples of publicly traded comparable companies have been applied along with a 30% liquidity discount. A weighted average cost of capital of 30.58% has been used. An EBITDA margin between 20% and 26% has been projected for the period 2025–2030. A 5% change in the liquidity discount, growth rate, or weighted average cost of capital does not have a significant impact on the fair value. | The fair value decreases when the liquidity rate increases. As the weighted average cost of capital increases, the fair value decreases. |
| Shares not traded on the stock exchange | 545.085.851 | 545.085.851 | Level 3 | Equivalence Value and Discounted Cash Flow | Golive Yazılım Hizmetleri A.Ş.: The total value has been determined by applying different valuation methods with varying weights. Under the market approach, multiples of publicly traded comparable companies have been used, and a 30% liquidity discount has been applied. Under the income approach, the weighted average cost of capital (WACC) in Turkish Lira terms has been calculated as 30.72%. | The fair value decreases when the liquidity rate increases. As the weighted average cost of capital increases, the fair value decreases. |
| Shares not traded on the stock exchange | 55.031.383 | 55.031.383 | Level 3 | Equivalence Value and Discounted Cash Flow | Probel Yazılım ve Bilişim Sistemleri A.Ş.: As of 31 December 2024, the value has been calculated based on the inflation-adjusted book value of equity. | |
| Shares not traded on the stock exchange | 190.105.914 | 190.105.914 | Level 3 | Equivalence Value and Discounted Cash Flow | Kahve Diyarı Pazarlama Sanayi ve Ticaret A.Ş.: Considering the income approach, the Weighted Average Cost of Capital (WACC) in Turkish Lira terms has been calculated as 30.87%. | As the weighted average cost of capital increases, the fair value decreases. |
| Shares not traded on the stock exchange | 303.722.952 | 303.722.952 | Level 3 | Discounted cash flows | Core Engage Yazılım A.Ş.: The valuation has been determined using the discounted cash flow method. Considering the income approach, the Weighted Average Cost of Capital (WACC) in USD terms has been calculated as 17.57% (2024: Discounted cash flow). | As the weighted average cost of capital increases, the fair value decreases. |
| Shares not traded on the stock exchange | 1.387 | 1.387 | Level 1 | Cost | | |

VERUSA HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2025

(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

21. NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (cont'd)

First level financial assets at fair value through profit or loss

| | 1 January - 31 March 2025 | 1 January - 31 March 2024 |
|--|------------------------------|------------------------------|
| Trading purpose | | |
| Opening balance, 1 January | 1.567.703.962 | 1.342.408.716 |
| Acquisition | 477.382.691 | 620.063.645 |
| Disposals | (24.799.458) | (509.572.501) |
| Total gain/loss charged to profit/loss | (261.736.375) | 314.013.621 |
| Closing balance, 31 March | <u>1.758.550.820</u> | <u>1.766.913.481</u> |

Third level financial assets at fair value through profit or loss

| | 1 January - 31 March 2025 | 1 January - 31 March 2024 |
|--|------------------------------|------------------------------|
| Trading purpose | | |
| Opening balance, 1 January | 1.766.263.243 | 1.623.994.257 |
| Total gain/loss charged to profit/loss | - | 288.178.554 |
| Capital increase | - | 1.109.487 |
| Closing balance, 31 March | <u>1.766.263.243</u> | <u>1.913.282.298</u> |

22. CASH AND CASH EQUIVALENTS

| | 31 March 2025 | 31 December 2024 |
|--|-------------------|---------------------|
| Cash on hand | 141.624 | 155.366 |
| Cash at banks | 27.670.028 | 13.859.028 |
| <i>Demand deposit</i> | <i>16.402.740</i> | <i>4.591.080</i> |
| <i>Time deposits up to 3 months maturity</i> | <i>11.249.289</i> | <i>9.248.138</i> |
| <i>Blocked deposit</i> | <i>17.999</i> | <i>19.810</i> |
| Other cash equivalents | 10.573.001 | 5.978.770 |
| | <u>38.384.653</u> | <u>19.993.164</u> |

| Original Currency | Maturity | Interest Rate | Original Amount | 31 March 2025 |
|-------------------|--------------|---------------|-----------------|-------------------|
| Turkish Lira | January 2025 | %40 - %42 | 11.249.289 | 11.249.289 |
| | | | | <u>11.249.289</u> |

| Original Currency | Maturity | Interest Rate | Original Amount | 31 December 2024 |
|-------------------|--------------|---------------|-----------------|------------------|
| Turkish Lira | January 2024 | %46 - %50 | 9.248.138 | 9.248.138 |
| | | | | <u>9.248.138</u> |

VERUSA HOLDİNG A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2025

(Amounts expressed in Turkish Lira (TRY) in terms of purchasing power of the TRY at 31 March 2025 unless otherwise indicated.)

23. MONETARY GAIN LOSS

| | 31 March 2025 |
|--|----------------------|
| Statement of financial position items | (442.431.641) |
| Inventories | 5.244.602 |
| Property, plant and equipment | 976.725.482 |
| Intangible assets | 545.494 |
| Investment property | 15.119.810 |
| Financial investments | 1.836.067.438 |
| Deferred tax assets | (205.453.382) |
| Share capital | (2.759.511.807) |
| Treasury shares (-) | 422.474.792 |
| Share premium | (65.943.040) |
| Restricted reserves from profit | (37.842.485) |
| Retained earnings | (1.293.867.336) |
| Revaluation increases / (decreases) of property, plant and equipment | (1.187.313) |
| Defined benefit plans re-measurement gains / (losses) | 665.196.104 |
| Profit or Loss Statement Items | 401.892.352 |
| Revenue | (1.304.299) |
| Cost of sales (-) | 21.277.897 |
| Marketing expenses (-) | (8.116.476) |
| Administrative expenses (-) | 2.407.061 |
| Other expenses from operating activities (-) | 387.961.850 |
| Finance expense (-) | (333.681) |
| Net monetary gain/loss | (40.539.289) |

24. EVENTS AFTER THE REPORTING PERIOD

None noted.