



## ODAŞ ELEKTRİK ÜRETİM SANAYİ TİCARET A.Ş.

### Remuneration Policy for Board Members and Senior Executives

This policy document defines the remuneration system and practices for our senior management, which includes our Board Members, CEO, Group Presidents, and Group Directors, within the scope of CMB (Capital Markets Board) regulations.

A fixed attendance fee, which is determined by the general assembly every year, is determined for all members of the board of directors. The general assembly is authorized to determine any financial rights other than remuneration for the members of the board of directors.

Board members who are part of the executive board are compensated under the policy set for senior executives.

Payments to board members are made on a pro-rata basis, taking into account the period they have served from their appointment to their date of departure. Expenses incurred by board members due to their contributions to the company (such as transportation, telephone, insurance, etc.) may be covered by the company.

Payment plans based on the Company's performance are not offered for the remuneration of independent board members. The attendance fee to be paid to independent members is determined at a level to protect independence. Stock options or payment plans based on the Company's performance, dividend payments are not made to independent members.

Within the scope of our remuneration policy, the management of salaries and side benefits is organized and implemented to be fair, objective, performance-appreciative, competitive, rewarding, and motivating.

Senior executive salaries consist of two components: fixed and performance-based.

The fixed salaries of senior executives are determined in compliance with international standards and legal obligations, considering macroeconomic data in the market, prevailing salary policies, the company's size and long-term goals, as well as the positions of the individuals.

The purpose of the remuneration policy is to enhance employee motivation and loyalty, to ensure the recruitment of qualified employees to achieve the company's strategic business goals, and to maintain internal salary balance and competitiveness in the market.

The bonuses of senior executives are calculated annually, based on the company and team performance, in a manner that supports the achievement and surpasses of the company's business goals, rewards sustainable success, and encourages superior performance.

In the event of resignation of the senior executives of our Company, a severance bonus may be paid by taking into consideration the period of employment, the period they served as senior executives, the contribution they made, the last target bonus before the date of resignation, the salary and bonus information paid in the last year.



The total amount of attendance fees or other financial rights paid to the members of the Board of Directors and the total amount of salaries or other financial rights paid to senior executives during the year, determined in accordance with the above principles, shall be submitted for the information of the shareholders at the general assembly meeting following the relevant accounting period in accordance with the legislation.

This Remuneration Policy has been approved by the Board of Directors and will be presented to the shareholders as a separate agenda item at the general assembly meeting and disclosed to the public on the Company's corporate website. Amendments to the Remuneration Policy are approved by the Board of Directors, shareholders are informed at the general assembly meetings of the relevant accounting period and disclosed to the public on the Company's website.