

**Report Date:** 9 November 2021

**ESENBOĞA ELEKTRİK ÜRETİM ANONİM ŞİRKETİ  
AND ITS SUBSIDIARIES**

**Interim Audited Consolidated Financial Statements  
For The Period Ended 1 January – 30 September 2021**

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CONVENIENCE TRANSLATION OF THE REPORT ORIGINALLY ISSUED IN TURKISH

ESENBOĞA ELEKTRİK ÜRETİM ANONİM ŞİRKETİ AND ITS SUBSIDIARIES

**Interim Consolidated Statement of  
Financial Position as at 30 September 2021**

(Currency shown is ("TL") unless indicated otherwise)

ASSETS	Notes	30 September 2021	31 December 2020
Cash and cash equivalents		831,116,504	189,344,383
Trade receivables			
- <i>Trade receivables from third parties</i>		41,576,992	12,640,619
Other receivables			
- <i>Other receivables from related parties</i>	4		-
- <i>Other receivables from third parties</i>		379,749	8,187
Inventories		25,572,963	22,124,061
Prepaid expenses		2,387,549	3,302
Assets related to current tax	18	201,833	-
Other current assets	12	78,047,308	40,680,073
<b>Total current assets</b>		<b>979,282,898</b>	<b>264,800,625</b>
Other receivables			
- <i>Other receivables from third parties</i>		-	6,143
Financial investment		-	50,000
Investment properties	6	-	1,600,000
Property, plant and equipment	7	2,403,383,199	967,102,015
Intangible assets	8	146,016	237,412
<b>Total non-current assets</b>		<b>2,403,529,215</b>	<b>968,995,570</b>
<b>TOTAL ASSETS</b>		<b>3,382,812,113</b>	<b>1,233,796,195</b>

The accompanying notes are an integral part of these consolidated financial statements.

CONVENIENCE TRANSLATION OF THE REPORT ORIGINALLY ISSUED IN TURKISH

ESENBOĞA ELEKTRİK ÜRETİM ANONİM ŞİRKETİ AND ITS SUBSIDIARIES

**Interim Consolidated Statement of  
Financial Position as at 30 September 2021**

(Currency shown is ("TL") unless indicated otherwise)

<b>LIABILITIES</b>	<b>Notes</b>	<b>30 September 2021</b>	<b>31 December 2020</b>
Short-term portions of long-term borrowings	5	186,405,570	81,087,560
Other financial liabilities	5	70,016	14,346
Trade payables			
- Trade payables to related parties	4	521,882	101,487,407
- Trade payables to third parties		2,619,750	1,489,722
Other payables			
- Other payables to related parties	4	127,268,819	-
- Other payables to third parties		24,365,654	17,412
Payables related to employee benefits		380,623	89,676
Deferred income		18,250,170	12,944,550
Short-term provisions			
- Short-term provisions for employee benefits	11	102,717	19,118
Other current liabilities	12	10,505,011	494,469
<b>Current liabilities</b>		<b>370,490,212</b>	<b>197,644,260</b>
Long-term borrowings	5	688,074,421	309,723,932
Long-term provisions			
- Long-term provisions for employee benefits	11	54,657	43,474
Deferred tax liabilities	18	24,318,456	135,546,812
<b>Non-current liabilities</b>		<b>712,447,534</b>	<b>445,314,218</b>
Paid-in capital	13	64,000,000	64,000,000
Premiums/ discounts related to shares	13	726,335,864	177,664,779
Effect of mergers involving undertaking or enterprises subject to common control	13	-	15,169,416
<b>Other comprehensive income or expenses that will not be reclassified subsequently to profit or loss</b>			
- Accumulated Gain on Revaluation of Non-Current Assets	13	610,405,296	181,914,159
- Accumulated gain on remeasurement of defined benefit plans	13	90,184	(5,246)
<b>Other Comprehensive Income or Expenses that may be Reclassified Subsequently to Profit or Loss</b>			
- (Losses) on cash flow hedges	13	(23,426,849)	-
Restricted profit reserves		24,684	
Prior years' profit/ (loss)		(181,341,816)	70,472,389
Net profit for the period		695,532,753	81,622,220
<b>Equity attributable to owners of the company</b>		<b>1,891,620,116</b>	<b>590,837,717</b>
Non-Controlling Interests		408,254,251	-
<b>Total equity</b>		<b>2,299,874,367</b>	<b>590,837,717</b>
<b>TOTAL LIABILITIES</b>		<b>3,382,812,113</b>	<b>1,233,796,195</b>

The accompanying notes are an integral part of these consolidated financial statements.

CONVENIENCE TRANSLATION OF THE REPORT ORIGINALLY ISSUED IN TURKISH

ESENBOĞA ELEKTRİK ÜRETİM ANONİM ŞİRKETİ AND ITS SUBSIDIARIES

**Consolidated Statement of Profit or Loss and Other Comprehensive Income  
for the Period Ended 1 January - 30 September 2021**

(Currency shown is ("TL") unless indicated otherwise)

	Notes	1 January - 30 September 2021	1 January - 30 September 2020	1 July - 30 September 2021	1 July - 30 September 2020
Revenue		188,291,492	124,698,133	84,913,360	72,941,727
Cost of Sales (-)		(70,283,372)	(49,228,630)	(27,100,453)	(39,284,283)
<b>Gross profit</b>		<b>118,008,120</b>	<b>75,469,503</b>	<b>57,812,907</b>	<b>33,657,444</b>
General and administrative expenses (-)	14	(5,347,545)	(1,757,176)	(1,568,353)	(681,174)
Other income from operating activities	15	65,768,202	2,029,543	2,345,175	1,322,116
Other expenses from operating activities (-)	15	(16,658,903)	(130,220)	(1,164,259)	157,830
<b>Operating profit</b>		<b>161,769,874</b>	<b>75,611,650</b>	<b>57,425,470</b>	<b>34,456,216</b>
Income from investing activities	16	648,691,657	11,211,502	(75,947)	214,709
<b>Operating profit before finance expense</b>		<b>810,461,531</b>	<b>86,823,151</b>	<b>57,349,523</b>	<b>34,670,925</b>
Financial income/(expenses),net off	17	(114,656,552)	(67,742,334)	42,513,471	(26,690,337)
<b>Profit before taxation</b>		<b>695,804,979</b>	<b>19,080,817</b>	<b>99,862,994</b>	<b>7,980,588</b>
Deferred tax income/ (expense)	18	152,636	1,766,316	(2,874,747)	1,048,311
<b>Profit for the period</b>		<b>695,957,615</b>	<b>20,847,133</b>	<b>96,988,247</b>	<b>9,028,900</b>
Owners of the company		695,532,753	20,847,133	96,563,385	9,028,900
Non-Controlling Interests		424,862	-	424,862	-
<b>OTHER COMPREHENSIVE INCOME</b>		<b>397,620,815</b>	<b>60,706,895</b>	<b>(168,422,952)</b>	<b>(71,081)</b>
<b>Other comprehensive income or expenses that will not be reclassified subsequently to profit or loss</b>					
Accumulated Gain on Revaluation of Non-Current Assets		414,953,222	77,854,937	(174,200,077)	-
Deferred tax (expense)		13,537,914	-	8,350,871	-
Accumulated Gain on remeasurement of defined benefit plans	11	147,500	(19,956)	(32,719)	(71,081)
Deferred tax (expense)		(33,925)	(17,128,086)	7,525	-
<b>Other Comprehensive Income or Expenses that may be Reclassified Subsequently to Profit or Loss</b>					
Other comprehensive income related with cash flow hedge		(39,001,012)	-	(2,071,993)	-
Deferred tax (expense)		8,017,115	-	(476,559)	-
<b>TOTAL COMPREHENSIVE INCOME</b>		<b>1,093,578,430</b>	<b>81,554,028</b>	<b>(71,434,705)</b>	<b>8,957,819</b>
<b>Earnings per share</b>	19	<b>10.87</b>	<b>0.52</b>	<b>1.51</b>	<b>0.22</b>

The accompanying notes are an integral part of these consolidated financial statements.

CONVENIENCE TRANSLATION OF THE REPORT ORIGINALLY ISSUED IN TURKISH

ESENBOĞA ELEKTRİK ÜRETİM ANONİM ŞİRKETİ AND ITS SUBSIDIARIES

Consolidated Statement of Changes in Equity  
for the Period Ended 1 January - 30 September 2021  
(Currency shown is ("TL") unless indicated otherwise)

						Accumulated Other Comprehensive Income or (Expenses) that will be Reclassified to Profit or (Loss)	Accumulated Other Comprehensive Income or (Expenses) that will not be Reclassified to Profit or (Loss)						
	Paid-in capital	Other reserve	Restricted profit reserves	Premiums/ discounts related to shares	Effect of mergers involving undertaking or enterprises subject to common control	Gain/ loses on hedge	Accumulated gain/ (loss) on remeasurement of defined benefit plans	Accumulated gain on revaluation of noncurrent assets	Prior year's profit	Profit for the period	Equity attributable to owners of the company	Non- controlling interests	Total equity
<b>1 January 2020</b>	<b>40.000.000</b>	-	-	-	<b>17.518.803</b>	-	-	<b>12.426.215</b>	<b>1.458.237</b>	<b>72.443.069</b>	<b>143.846.324</b>	-	<b>143.846.324</b>
Transfers	-	-	-	-	-	-	-	-	72.443.069	(72.443.069)	-	-	-
Capital increases or reductions	-	-	-	-	-	-	-	-	-	-	-	-	-
Total comprehensive income	-	-	-	-	-	-	(19.956)	60.695.651	-	-	60.675.695	-	60.675.695
Other effect of adjustments	-	-	-	-	-	-	-	-	(3.428.917)	-	(3.428.917)	-	(3.428.917)
(Loss) for the period	-	-	-	-	-	-	-	-	-	20.847.133	20.847.133	-	20.847.133
<b>30 September 2020</b>	<b>40.000.000</b>	-	-	-	<b>17.518.803</b>	-	<b>(19.956)</b>	<b>73.121.866</b>	<b>70.472.389</b>	<b>20.847.133</b>	<b>221.940.235</b>	-	<b>221.940.235</b>
<b>1 January 2021</b>	<b>64.000.000</b>	-	-	<b>177.664.779</b>	<b>15.169.416</b>	-	<b>(5.246)</b>	<b>181.914.159</b>	<b>70.472.389</b>	<b>81.622.220</b>	<b>590.837.717</b>	-	<b>590.837.717</b>
Transferler	-	-	24.684	-	-	-	-	-	81.597.536	(81.622.220)	-	-	-
Total comprehensive income	-	-	-	-	-	(15.869.801)	75.599	231.586.202	-	-	215.792.000	-	215.792.000
Non-Controlling Interest	-	-	-	176.990.673	-	(7.557.048)	19.831	196.904.935	(58.529.002)	424.862	308.254.251	408.254.251	716.508.502
Effect of mergers involving undertaking or enterprises subject to common control	-	-	-	-	(15.169.416)	-	-	-	-	-	(15.169.416)	-	(15.169.416)
Increase/decrease from share-based transactions (*)	-	-	-	371.680.412	-	-	-	-	(273.356.465)	-	98.323.947	-	98.323.947
Other effect of adjustments	-	-	-	-	-	-	-	-	(1.526.274)	-	(1.526.274)	-	(1.526.274)
Profit for the period	-	-	-	-	-	-	-	-	-	695.107.891	695.107.891	-	695.107.891
<b>30 September 2021</b>	<b>64.000.000</b>	-	<b>24.684</b>	<b>726.335.864</b>	-	<b>(23.426.849)</b>	<b>90.184</b>	<b>610.405.296</b>	<b>(181.341.816)</b>	<b>695.532.753</b>	<b>1.891.620.116</b>	<b>408.254.251</b>	<b>2.299.874.367</b>

(\*) As of 30 September 2021, the amount for business combination described in Note 1 of the Group.

The accompanying notes are an integral part of these consolidated financial statements.

CONVENIENCE TRANSLATION OF THE REPORT ORIGINALLY ISSUED IN TURKISH

ESENBOĞA ELEKTRİK ÜRETİM ANONİM ŞİRKETİ AND ITS SUBSIDIARIES

**Consolidated Statement of Cash Flow**  
**for the Period Ended 1 January - 30 September 2021**  
(Currency shown is ("TL") unless indicated otherwise)

	Notes	1 January – 30 September 2021	1 January - 30 September 2020
<b>A, CASH FLOWS FROM OPERATING ACTIVITIES</b>			
<b>Profit for the Period</b>		<b>695,532,753</b>	<b>20,847,133</b>
Adjustments related to depreciation and amortization expenses	7,8	27,522,658	3,065,656
Adjustments related to (gain)/loss on disposal of non-current assets	16		
Adjustments related to impairment of financial assets		(23,426,849)	-
Adjustments related to share-based payments		(273,356,465)	-
Adjustments related to provision for unused vacations	11	83,599	-
Adjustments related to interest income	17	(5,516,236)	-
Adjustments related to retirement pay provision expenses	11	158,683	-
Adjustments related to discount (income)/expenses	15	(70,317)	-
Adjustments related to profit for the period		(407,676,012)	(44,890,506)
Adjustments related to fair value		(560,209,388)	(323,148)
Adjustments related to tax expense	18	(111,280,426)	-
<b>Movements in working capital</b>		<b>(658,238,000)</b>	<b>(21,300,865)</b>
Adjustments related to increase/decrease in trade receivables		(28,938,049)	(5,270,014)
Adjustments related to increase/decrease in inventories		(3,448,902)	(15,295,359)
Adjustments related to increase/decrease in other receivables		(371,562)	2,607
Adjustments related to increase/decrease in prepaid expenses		(2,384,247)	-
Adjustments related to increase/decrease in other assets		(37,367,235)	-
Adjustments related to increase/decrease in trade payables		(99,757,362)	(38,186,284)
Adjustments related to increase/decrease in other payables		24,348,242	(5,365,208)
Adjustments related to increase/decrease in deferred income		5,305,620	-
Adjustments related to increase/decrease in other liabilities		10,010,542	-
Adjustments related to increase/decrease in employee benefits		290,947	-
Interest received	17	5,516,236	1,939,417
Income taxes paid	18	(201,833)	835
<b>Cash generated from operations</b>		<b>(785,235,603)</b>	<b>(83,474,871)</b>
<b>B. CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Cash Used in Capital Increase of Subsidiaries, Investment in Associates		50,000	-
Payments for property, plant and equipment and intangible assets	7	(65,815,153)	(7,284,876)
Proceeds from sale of property, plant and equipment and intangible assets	8	79,243	-
Other cash flows/(outflows)		(1,526,274)	-
<b>Cash flows from investing activities</b>		<b>(67,212,184)</b>	<b>(7,284,876)</b>
<b>C, CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Cash obtained from/used for other receivables from related parties/other payables to related parties		127,268,819	-
Effect of mergers involving undertaking or enterprises subject to common control		334,555,834	-
Cash obtained used for financial borrowings		550,881,676	133,682,466
Cash obtained from for financial borrowings		-	(19,066,336)
Interest Paid	17	(67,157,507)	(12,192,271)
Cash inflows from Capital Advance		548,671,085	-
<b>Cash flows from financing activities</b>		<b>1,494,219,907</b>	<b>102,423,859</b>
<b>NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)</b>		<b>641,772,120</b>	<b>11,664,112</b>
<b>D, CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD</b>		<b>189,344,384</b>	<b>78,851</b>
<b>Balance at the end of the period</b>		<b>831,116,504</b>	<b>11,742,963</b>

The accompanying notes are an integral part of these consolidated financial statements.

CONVENIENCE TRANSLATION OF THE REPORT ORIGINALLY ISSUED IN TURKISH

ESENBOĞA ELEKTRİK ÜRETİM ANONİM ŞİRKETİ AND ITS SUBSIDIARIES

**Interim Consolidated Statement of  
Financial Position as at 30 September 2021**  
(Currency shown is ("TL") unless indicated otherwise)

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**NOTE 1 ORGANIZATION AND OPERATIONS OF THE GROUP**

**Esenboğa Elektrik Üretim Anonim Şirketi ("Esenboğa"):**

Esenboğa Elektrik Üretim A.Ş. was established as Naturel 1 Enerji Ticaret Limited Şirketi in Kahramanmaraş as announced in the Trade Registry Gazette numbered 748 dated 2 September 2015, the new trade name Naturel Yenilenebilir Enerji Ticaret A.Ş. with the title of Margün 8 Energy Industry and Trade Limited Company.

As announced in the Trade Registry Gazette dated 11 May 2016 and numbered 1244, the company became an Incorporated Company by way of a change in its type and the new title was changed to Margün 8 Enerji Sanayi ve Ticaret Anonim Şirketi. The company changed its title with the decision of the General Assembly dated 08.01.2019 and its new title became Esenboğa Elektrik Üretim Anonim Şirketi. It was announced in the Trade Registry Gazette numbered 1454 dated 16 January 2019.

Esenboğa Elektrik Üretim A.Ş., a 100% subsidiary of Naturel Yenilenebilir Enerji Ticaret A.Ş., has a paid-in capital of 64,000,000 TL against 64,000,000 nominal shares. 4,000,000 TL Group A shares are holders. As a privilege, Group A shareholders are entitled to 5 votes for one share in the General Assembly meetings.

The shares with a nominal value of 60,000,000 TL are in B group bills and issued to bearer and the shares do not have any privilege.

Esenboğa Elektrik Üretim A.Ş. had a capital of 40,000,000 TL before the public offering and these shares were offered to the public with a capital increase of 24,000,000 TL. Public offering of 24,000,000 TL shares was completed on 2.10.2020 and started to be traded in Borsa Istanbul on 09.10.2020. Esenboğa Elektrik Üretim A.Ş. is a 37.5% public company and its shares are traded in BIST Yıldız Market.

The company operates in the field of power plant establishment, commissioning, electricity generation and sale of generated electricity, and turnkey Solar Power Plant contracting business in order to generate electricity from Renewable Energy Sources, especially Solar Energy.

The Company's registered address is Kızılırmak Mahallesi 1450 Sokak Atm Plaza B Blok 1/67 Çankaya/Ankara/Türkiye.



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**ESENBOĞA ELEKTRİK ÜRETİM ANONİM ŞİRKETİ AND ITS SUBSIDIARIES**

**Interim Consolidated Statement of**

**Financial Position as at 30 September 2021**

(Currency shown is ("TL") unless indicated otherwise)

**NOTE 1 ORGANIZATION AND OPERATIONS OF THE GROUP (CONT'D)**

As of 30 September 2021, the average number of employees in the Group is 70 (2019: 14 employees).

The Group has entered into a more effective structuring process in order to facilitate its operational activities, reduce electricity generation costs, reduce power plant maintenance and operating costs, and gather power plant management under the same administrative roof. As stated in the Group's KAP statement dated February 3, 2021 Kural Enerji A.Ş., Maral Enerji A.Ş., Soral Enerji A.Ş., Güneş 5 Enerji A.Ş. and Hanel Global Gayrimenkul Pazarlama A.Ş. and Margün 13 Enerji Üretim Sanayi ve Ticaret A.Ş. merged with Margün Enerji Üretim Sanayi ve Ticaret A.Ş. and after business combination, its cash paid-in capital was 310,000,000 TL and was registered as of February 5, 2021.

Anatolia Yenilenebilir Enerji A.Ş., Energes 9 Enerji Sanayi ve Ticaret A.Ş. and Berrak Ges 1 Enerji Sanayi ve Ticaret A.Ş. was merged named of Anatolia Yenilenebilir Enerji A.Ş., and after business combination Anatolia Yenilenebilir Enerji A.Ş.'nin its cash paid-in capital was 17,000,000 TL and was registered as of February 5, 2021.

As stated in the Group's KAP statement dated February 11, 2021 Snl Enerji Ürt. San. Ve Tic. A.Ş., Ysf Enerji Ürt. San. Ve Tic. A.Ş., Margün 13 Enerji Ürt. San. Ve Tic. A.Ş., Margün 1 Enerji San. ve Tic. A.Ş., Saf Akçe Enerji Ürt. San. ve Tic. A.Ş. and Ulus Enerji Ürt. San. ve Tic. A.Ş. merged named of Agah Enerji Üretim Sanayi ve Ticaret A.Ş., and after business combination Agah Enerji Üretim Sanayi ve Ticaret A.Ş. its cash paid-in capital was 77,000,000 TL and was registered as of February 12, 2021.

100% subsidiary of the group Margün Enerji Üretim Sanayi ve Ticaret A.Ş.'s subsidiaries are Ased Danışmanlık İnşaat Enerji Üretim ve Tic. A.Ş., Bozok Güneş Enerjisi San. ve Tic. A.Ş., Çapanoğlu Güneş Enerjisi San. ve Tic. A.Ş., Desti Güneş Enerjisi San. ve Tic. A.Ş., Sorgun Güneş Enerjisi San. ve Tic. A.Ş., Yozgat Güneş Enerjisi San. ve Tic. A.Ş., Ramges Elektrik Üretim A.Ş., Serra Güneş Enerjisi Üretim A.Ş., Güllges Enerji Tarım İnşaat San. ve Tic. Ltd. Şti., Gül2ges Enerji Tarım İnşaat San. ve Tic. Ltd. Şti., Gül3ges Enerji Tarım İnşaat San. ve Tic. Ltd. Şti., Gül5ges Enerji Tarım İnşaat San. ve Tic. Ltd. Şti., Gül6ges Enerji Tarım İnşaat San. ve Tic. Ltd. Şti., Gül7ges Enerji Tarım İnşaat San. ve Tic. Ltd. Şti., Gül8ges Enerji Tarım İnşaat San. ve Tic. Ltd. Şti., Sarıges Enerji İnşaat Akaryakıt San. ve Tic. Ltd. Şti., Maviges Enerji Tekstil İthalat İhracat San. ve Tic. Ltd. Şti., Er2ges Enerji Tarım İnşaat San. ve Tic. A.Ş., Er3ges Enerji Tarım İnşaat San. ve Tic. A.Ş., Er4ges Enerji Tarım İnşaat San. ve Tic. A.Ş. ve Er5ges Enerji Tarım İnşaat San. ve Tic. A.Ş. merged with named of Bosphorus Yenilenebilir Enerji A.Ş. and after business combination Bosphorus Yenilenebilir Enerji A.Ş. its cash paid-in capital 115,000,000 TL and was registered as of February 12, 2021.

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ESENBOĞA ELEKTRİK ÜRETİM ANONİM ŞİRKETİ AND ITS SUBSIDIARIES

**Interim Consolidated Statement of  
Financial Position as at 30 September 2021**  
(Currency shown is ("TL") unless indicated otherwise)

**NOTE 1 ORGANIZATION AND OPERATIONS OF THE GROUP (CONT'D)**

The Group's business combinations completed and companies and shares as follow:

<b>Subsidiaries</b>	<b>Share/ Control (%)</b>	<b>Activities</b>
Margün Enerji Üretim Sanayi ve Ticaret A.Ş.	100%/100%	Energy
Bosphorus Yenilenebilir Enerji A.Ş.	100%/100%	Energy
Agah Enerji Üretim Sanayi ve Ticaret A.Ş.	100%/100%	Energy
Angora Elektrik Üretim A.Ş.	100%/100%	Energy/ Maintenance services
Anatolia Yenilenebilir Enerji A.Ş.	100%/100%	Energy
Çayören Elektrik Enerji Üretim ve Ticaret A.Ş.	100%/100%	Energy
Ekonova Enerji Üretim ve Ticaret A.Ş.	100%/100%	Energy
Göksu7 Enerji Üretim ve Ticaret Ltd. Şti.	100%/100%	Energy
Ergün Enerji Üretim Sanayi ve Ticaret A.Ş.	100%/100%	Energy
Elmalı Des Enerji Üretim A.Ş.	100%/100%	Energy
Zelkova Elektrik Üretim A.Ş.	100%/100%	Energy
ATSGES Elektrik Üretim A.Ş.	100%/100%	Energy

The Group's installed power (kWp) related to producing as follow;

<b>Country</b>	<b>County</b>	<b>Installed power (kWp)</b>	<b>Producing power (kWe)</b>
Ankara	Akyurt Kahramankazan Kızılcahamam Polatlı	25,833	22,581
Yozgat	Akdağmadeni Sorgun	6,675	5,690
Nevşehir	Merkez	10,318	8,991
Afyon	Dazkırı Sinanpaşa	15,485	13,780
Bilecik	Söğüt	2,147	1,998
Konya	Selçuklu Tuzlukçu	19,351	17,000
Antalya	Elmalı	3,516	3,540
Eskişehir	Sivrihisar	3,373	2,970
Adana	Çukurova	11,152	9,930
Muğla	Milas	20,170	14,000
		<b>118,020</b>	<b>100,480</b>

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**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS**

**2.1 Basis of Presentation**

**a) Preparation of Financial Statements**

The accompanying consolidated financial statements are subject to Public Surveillance in accordance with the provisions of the Capital Markets Board's ("CMB") Communiqué No. II-14.1 on the "Principles Regarding Financial Reporting in the Capital Markets" ("Communiqué") published in the Official Gazette dated 13 September 2013 and numbered 28676. Accounting and Auditing Standards Board ( "UPS") that have been put into force by Turkey Financial Reporting Standards ( "IFRS" s) as appropriate. TFRSs; UPS RT by Turkey Accounting Standard ( "IAS"), Turkey Financial Reporting Standards comprise standards and interpretations published by TAS Reviews and TFRIC names.

Consolidated financial statements are presented in accordance with the TFRS Taxonomy developed on the basis of the financial statement samples specified in the Financial Statement Examples and User Guide published in the Official Gazette dated September 7, 2019 and numbered 30794 by Public Oversight Authority ("POA").

**b) Adjustment of Financial Statements in Hyperinflation Periods**

In accordance with the CMB's decision dated 17 March 2005 and 11/367, it found to be effective for companies operating in Turkey and preparing financial statements in accordance with TFRS that inflation accounting application put an end. Accordingly, as of January 1, 2005, Standard No.29 "Financial Reporting in High Inflation Economies" ("TAS 29") has not been applied.

**c) Basis of Measurement**

The consolidated financial statements have been prepared on the basis of historical cost free from inflation effects that ended on December 31, 2004, excluding the items measured at fair value stated below:

- derivative financial instruments,
- financial investments,
- Lands and parcels, underground and above ground landscapes, buildings and plant machinery and equipments within tangible assets.

Fair value measurement principles are explained in Note 2.6 (iii).

**d) Functional and Reporting Currency**

Group and its subsidiaries are registered in Turkey; keeps and prepares its legal books and statutory financial statements in accordance with the accounting principles set forth by Turkish Commercial Code ("TCC") tax legislation and the Uniform Chart of Accounts issued by the Ministry of Finance. Subsidiaries operating in foreign countries prepare their accounting records and legal financial statements in the currencies of the countries they operate in and in accordance with the legislation of those countries.

The Group's valid currency is Turkish Lira ("TL"). The accompanying consolidated financial statements are presented in TL, which is the functional currency of the Group. All financial information presented in TL has been rounded to the nearest TL unless otherwise stated.

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**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
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**2.1 Basis of Presentation (cont'd)**

**e) Basis of Consolidation**

*(i) Business combinations*

Business combinations are accounted by using the purchase method on the merger date, which is the date on which control is transferred to the Group. Control occurs when the Group is exposed to variable returns due to its relationship with the investee or is entitled to these returns, and at the same time has the ability to influence these returns with its power over the investee. While evaluating the control, performable potential voting rights are taken into consideration by the Group.

The group measures the goodwill on the date of acquisition as follows:

- The fair value of purchase price, plus
- Registered value of non-controlling shares over the business acquired in business combinations; plus
- If the business combination is carried out several times, the fair value of the equity interest on the date of acquisition in the acquired business previously held by the acquirer; minus
- The recognized net value (generally fair value) of identifiable assets acquired and liabilities assumed.

If a negative result is reached in the valuation, the gain from bargain purchases is recognized in profit or loss. Purchase price does not include amounts associated with closing existing relationships. These amounts are usually recognized in profit or loss.

Esenboğa Elektrik Üretim A.Ş., signed a sales contract with Özyer Group (Hasan Özyer and Ömer Özyer) to buy developed and established under the roof of unlicensed electricity generation regulation 11 solar power plants, and bought Güneş 5 Enerji A.Ş., Maral Enerji A.Ş.'yi and its subsidiaries (Hanel Global A.Ş., Kural Enerji A.Ş. ve Soral Enerji A.Ş.) on 30.12.2020. The purchase price is determined by deducting loans and other debts from the value determined by the valuation report. In the valuation report, the company values of us \$ 26,400,000 were determined and the purchase price of us \$ 13,625,000 was reached by deducting the loans and other debts of us \$ 12,775,000.

*ii) Acquisitions from jointly controlled business interests*

Financial statements have been adjusted as if the acquisition was made as of the beginning of the relevant reporting period in which the common control was carried out and they are presented comparatively as of the beginning of the relevant reporting period. The Group's consolidated financial statements are prepared in comparison with the previous period.

As a result of these transactions goodwill don't recognized. Assets and liabilities subject to business combination recognized at their carrying amounts for the accounting of share transfers between entities under common control.

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**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
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**2.1 Basis of Presentation (cont'd)**

**e) Basis of Consolidation (cont'd)**

*ii) Acquisitions from jointly controlled business interests (cont'd)*

The difference arising in the elimination of the carrying value of the investment held and share capital of the acquired company is directly accounted as "Effects of transactions involving entities under common control" under retained earnings the equity. The Group's consolidated financial statements have been prepared comparatively with the prior period, allowing the determination of financial position and performance. Comparative information is reclassified and significant differences are explained when necessary in terms of compliance with presentation of current period financial statements.

**(iii) Subsidiaries**

Subsidiaries are the businesses controlled by Group. The Group controls an investee when it is exposed to variable returns or has rights to these variable returns and has the ability to influence these returns with its power over the investee. The financial statements of subsidiaries are included in the consolidated financial statements by using the full consolidation method until the date when control begins and control ends. If necessary, accounting policies applied for subsidiaries are changed to ensure consistency with the accounting policies applied by the Group.

Non-controlling interests are measured at the proportional amount of net asset value at the date of acquisition of the subsidiary.

Changes that do not result in loss of control in the shares of the Group in subsidiaries are accounted for as a transaction regarding partnership with partners. Adjustments made to non-controlling shares are calculated over the proportional amount of the net asset value of the subsidiary. No adjustment to goodwill is made and no gain or loss is recognized in profit or loss.

**(iv) Lose of Control**

If the Group loses its control over the subsidiary, it derecognizes the assets and liabilities of the subsidiary, its non-controlling shares and the amounts under other equity related to the subsidiary. Gains or losses resulting from this are recognized in profit or loss. If the Group continues to be a shareholder in its previous subsidiary, the remaining shares are measured at fair value as of the day control is lost.

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**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
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**2.1 Basis of Presentation (cont'd)**

**(v) Transactions eliminated on consolidation**

During the preparation of the consolidated financial statements, intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated. Unrealized losses from intercompany transactions, in the absence of evidence of impairment, have been eliminated by the method used to eliminate unrealized profits. The registered values of the shares owned by the Group and the dividends resulting from them have been eliminated from the relevant equity and profit or loss statement accounts.

**f) Foreign Currency**

**Transactions in foreign currency**

Foreign currency transactions are converted into the functional currencies of the Group companies at the exchange rate on the date of the transaction. Monetary assets and monetary liabilities in foreign currencies are converted into the functional currencies by using exchange rates at the reporting date. Foreign currency translation gain or loss related to monetary items represents the difference between the amount redeemed in the functional currency at the beginning of the period with the effective interest rate and the amortized amount in foreign currency at the end of the period converted from the period end rate.

Non-monetary assets and liabilities denominated in foreign currency and measured with their fair values are converted into the functional currency at the exchange rate on the date the fair value is determined. Non-monetary assets and liabilities denominated in foreign currency measured at date cost are translated using the exchange rate on the date of the transaction. Except for the exchange differences arising from recycling, differences arising from cash flow hedging instruments recorded in other comprehensive income; recorded in profit or loss.

Periodic changes in Euro / TL, US Dollar / TL and TL / US Dollar exchange rates as of the end of the reporting periods are as follows:

	<b>30 September</b>		<b>30 September</b>
	<b>2021</b>	<b>31 December 2020</b>	<b>2020</b>
USD/TL	8,8785	7.3405	7,8080
EURO/TL	10,2933	9.0079	9,1281

**2.2 Declaration of Conformity to TFRS**

The accompanying consolidated financial statements have been prepared in accordance with the TFRSs put into effect by Public Oversight Accounting and Auditing Standards Authority ("POA") in accordance with the provisions of the Communiqué. TFRSs include standards and interpretations of Turkey Accounting Standards ("TAS") and Turkey Financial Reporting Standards published by POA.

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**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
(CONT'D)**

**2.3 Changes in Accounting Policies**

The accompanying consolidated financial statements are prepared in accordance with the requirements of Capital Markets Board (“CMB”) Communiqué Serial II, No: 14.1 “Basis of Financial Reporting in Capital Markets”, which were published in the Official Gazette No:28676 on 13 September 2013. The accompanying consolidated financial statements are prepared based on the Turkish Accounting Standards/Turkish Financial Reporting Standards and Interpretations (“TAS/IFRS”) that have been put into effect by the POA under Article 5 of the Communiqué.

**2.4 Amendments in Turkish Financial Reporting Standards (“IFRS”)**

The accounting policies adopted in preparation of the consolidated financial statements are consistent with those of the previous financial year, except for the adoption of new and amended IFRS and IFRIC interpretations effective as of January 1, 2021. The effects of these standards and interpretations on the Company / the Group’s financial position and performance have been disclosed in the related paragraphs.

**The new standards, amendments and interpretations which are effective as of 1 January 2021 are as follows:**

*Interest Rate Benchmark Reform – Phase 2 – Amendments to IFRS 9, TAS 39, IFRS 7, IFRS 4 and IFRS 16*

In December 2020, the POA issued Interest Rate Benchmark Reform – Phase 2, Amendments to IFRS 9, TAS 39, IFRS 7, IFRS 4 and IFRS 16 to provide temporary reliefs which address the financial reporting effects when an interbank offering rate (IBOR) is replaced with an alternative nearly risk-free rate (RFR), amending the followings.

*The amendments are effective for periods beginning on or after 1 January 2021. Earlier application is permitted and must be disclosed.*

Practical expedient for changes in the basis for determining the contractual cash flows as a result of IBOR reform. The amendments include a practical expedient to require contractual changes, or changes to cash flows that are directly required by the reform, to be treated as changes to a floating interest rate, equivalent to a movement in a market rate of interest. Under this practical expedient, if the interest rates applicable to financial instruments change as a result of the IBOR reform, the situation is not considered as a derecognition or contract modification; instead, this would be determined by recalculating the carrying amount of the financial instrument using the original effective interest rate to discount the revised contractual cash flows.

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**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
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**2.4 Amendments in Turkish Financial Reporting Standards ("TFRS") (cont'd)**

**The new standards, amendments and interpretations which are effective as of 1 January 2021 are as follows: (cont'd)**

*The amendments are effective for periods beginning on or after 1 January 2021. Earlier application is permitted and must be disclosed. (cont'd)*

The practical expedient is required for entities applying TFRS 4 Insurance Contracts that are using the exemption from TFRS 9 Financial Instruments (and, therefore, apply TAS 39 Financial Instruments: Classification and Measurement) and for TFRS 16 Leases, to lease modifications required by IBOR reform. Relief from discontinuing hedging relationships

*The amendments permit changes required by IBOR reform to be made to hedge designations and hedge documentation without the hedging relationship being discontinued.*

- Amounts accumulated in the cash flow hedge reserve are deemed to be based on the RFR.
- For the TAS 39 assessment of retrospective hedge effectiveness, on transition to an RFR, entities may elect on a hedge-by hedge basis, to reset the cumulative fair value changes to zero.
- The amendments provide relief for items within a designated group of items (such as those forming part of a macro cash flow hedging strategy) that are amended for modifications directly required by IBOR reform. The reliefs allow the hedging strategy to remain and not be discontinued.
- As instruments transition to RFRs, a hedging relationship may need to be modified more than once. The phase two reliefs apply each time a hedging relationship is modified as a direct result of IBOR reform.

*Separately identifiable risk components*

The amendments provide temporary relief to entities from having to meet the separately identifiable requirement when an RFR instrument is designated as a hedge of a risk component.

**Additional disclosures**

Amendments need additional TFRS 7 Financial Instruments disclosures such as; How the entity is managing the transition to RFRs, its progress and the risks to which it is exposed arising from financial instruments due to IBOR reform, quantitative information about financial instruments that have yet to transition to RFRs and If IBOR reform has given rise to changes in the entity's risk management strategy, a description of these changes.

The amendments are mandatory, with earlier application permitted. While application is retrospective, an entity is not required to restate prior periods. The amendment did not have a significant impact on the financial position and performance of the Group.



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**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
(CONT'D)**

**2.4 Amendments in Turkish Financial Reporting Standards ("TFRS") (cont'd)**

**The new standards, amendments and interpretations which are effective as of 1 January 2021 are as follows: (cont'd)**

*Amendments to IFRS 16 - Covid-19-Related Rent Concessions and Covid-19-Related Rent Concessions beyond 30 September 2021*

In September 2020, the POA issued amendments to TFRS 16 Leases to provide relief to lessees from applying TFRS 16 guidance on lease modifications to rent concessions arising a direct consequence of the Covid-19 pandemic. In April 7, 2021, POA extended the exemption to include concessions that cause a decrease in lease payments whose maturity expired on or before September 30, 2022.

A lessee will apply the amendment for annual reporting periods beginning on or after 1 April 2021.

Early application of the amendments is permitted. The amendment did not have a significant impact on the financial position and performance of the Group.

**Standards issued but not yet effective and not early adopted effective from 30 September 2021**

Standards, interpretations and amendments to existing standards that are issued but not yet effective up to the date of issuance of the consolidated financial statements are as follows.

The Group will make the necessary changes if not indicated otherwise, which will be affecting the consolidated financial statements and disclosures, when the new standards and interpretations become effective.

**TFRS 10 and TAS 28: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments)**

In December 2017, POA postponed the effective date of this amendment indefinitely pending the outcome of its research project on the equity method of accounting. Early application of the amendments is still permitted.

The Group will wait until the final amendment to assess the impacts of the changes.

**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
(CONT'D)**

**2.4 Amendments in Turkish Financial Reporting Standards (“TFRS”) (cont’d)**

**The new standards, amendments and interpretations which are effective as of 1 January 2021 are as follows: (cont’d)**

*Amendments to TFRS 3 – Reference to the Conceptual Framework*

In July 2020, the POA issued amendments to TFRS 3 Business combinations. The amendments are intended to replace to a reference to a previous version of the Conceptual Framework (the 1989 Framework) with a reference to the current version issued in March 2018 (the Conceptual Framework) without significantly changing requirements of TFRS 3. At the same time, the amendments add a new paragraph to TFRS 3 to clarify that contingent assets do not qualify for recognition at the acquisition date. The amendments issued to TFRS 3 which are effective for periods beginning on or after 1 January 2022 and must be applied prospectively. Earlier application is permitted if, at the same time or earlier, an entity also applies all of the amendments contained in the Amendments to References to the Conceptual Framework in TFRS standards (March 2018).

The Group is in the process of assessing the impact of the amendments on financial position or performance of the Group.

*Amendments to TAS 16 – Proceeds before intended use*

In July 2020, the POA issued amendments to TAS 16 Property, plant and equipment. The amendment prohibits entities from deducting from the cost of an item of property, plant and equipment (PP&E), any proceeds of the sale of items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognizes the proceeds from selling such items, and costs of producing those items, in profit or loss. The amendments issued to TAS 16 which are effective for periods beginning on or after 1 January 2022. Amendments must be applied retrospectively only to items of PP&E made available for use on or after beginning of the earliest period presented when the entity first applies the amendment. There is no transition relief for the first time adopters.

The Group is in the process of assessing the impact of the amendments on financial position or performance of the Group.

*Amendments to TAS 37 – Onerous contracts – Costs of Fulfilling a Contract*

In July 2020, the POA issued amendments to TAS 37 Provisions, Contingent Liabilities and Contingent assets. The amendments issued to TAS 37 which are effective for periods beginning on or after 1 January 2022, to specify which costs an entity needs to include when assessing whether a contract is onerous or loss-making and also apply a “directly related cost approach”. Amendments must be applied retrospectively to contracts for which an entity has not fulfilled all of its obligations at the beginning of the annual reporting period in which it first applies the amendments (the date of initial application). Earlier application is permitted and must be disclosed. The Group is in the process of assessing the impact of the amendments on financial position or performance of the Group.

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**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
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**2.4 Amendments in Turkish Financial Reporting Standards (“TFRS”) (cont’d)**

**The new standards, amendments and interpretations which are effective as of 1 January 2021 are as follows: (cont’d)**

TFRS 17 - The new Standard for insurance contracts

The POA issued TFRS 17 in February 2019, a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. TFRS 17 model combines a current balance sheet measurement of insurance contract liabilities with the recognition of profit over the period that services are provided. Certain changes in the estimates of future cash flows and the risk adjustment are also recognised over the period that services are provided. Entities will have an option to present the effect of changes in discount rates either in profit and loss or in OCI. The standard includes specific guidance on measurement and presentation for insurance contracts with participation features. TFRS 17 will become effective for annual reporting periods beginning on or after 1 January 2023; early application is permitted.

The amendment did not have a significant impact on the financial position and performance of the Group.

*Amendments to TAS 1- Classification of Liabilities as Current and Non-Current Liabilities*

On January 15, 2021, the POA issued amendments to TAS 1 Presentation of Financial Statements. The amendments issued to TAS 1 which are effective for periods beginning on or after 1 January 2023, clarify the criteria for the classification of a liability as either current or non-current. Amendments must be applied retrospectively in accordance with TAS 8 Accounting Policies, Changes in Accounting Estimates and Errors. Early application is permitted. The amendment did not have a significant impact on the financial position and performance of the Group.

*Annual Improvements – 2018–2020 Cycle*

In July 2020, the POA issued Annual Improvements to TFRS Standards 2018–2020 Cycle, amending the followings:

- TFRS 1 First-time Adoption of International Financial Reporting Standards
- Subsidiary as a first-time adopter: The amendment permits a subsidiary to measure cumulative translation differences using the amounts reported by the parent. The amendment is also applied to an associate or joint venture.
- TFRS 9 Financial Instruments – Fees in the “10 per cent test” for derecognition of financial liabilities: The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either borrower or lender on the other’s behalf.

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**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
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**2.4 Amendments in Turkish Financial Reporting Standards ("TFRS") (cont'd)**

**The new standards, amendments and interpretations which are effective as of 1 January 2021 are as follows: (cont'd)**

Annual Improvements – 2018–2020 Cycle (cont'd)

- TAS 41 Agriculture – Taxation in fair value measurements: The amendment removes the requirement in paragraph 22 of TAS 41 that entities exclude cash flows for taxation when measuring fair value of assets within the scope of TAS 41.

Improvements are effective for annual reporting periods beginning on or after 1 January 2022. Earlier application is permitted for all.

The Group is in the process of assessing the impact of the amendments on financial position or performance of the Group.

**2.5 Summary of Significant Accounting Policies**

The accounting policies applied in the preparation of these consolidated financial statements are consistent with those used in the preparation of consolidated financial statements for the year ended 31 December 2019.

**a) Revenue**

General model for revenue recognition

The Group recognizes the revenue in the consolidated financial statements as it fulfills its performance obligation by transferring a promised good or service to its customer. When control of an asset passes to the customer, the asset is transferred.

The Group recognizes the revenue in the consolidated financial statements in line with the following 5 basic principles:

- (a) Identifying the contract with customers
- (b) Identifying the performance obligations
- (c) Determining the transaction price
- (d) Allocating the transaction price to performance obligations
- (e) Revenue recognition

A contract is only within the scope TFRS 15 if all of the following is fulfilled; if the contract can be legally enforced, if it's revenue can be collected, if the rights and terms of payment of the goods and services can be defined, if the contract has a commercial content, if it is approved by the contracting parties and if the liabilities are promised to be fulfilled by the parties.

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**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
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**2.5 Summary of Significant Accounting Policies (cont'd)**

**a) Revenue (cont'd)**

General model for revenue recognition (cont'd)

At the beginning of the contract, the Group evaluates the goods or services promised in the contract with the customer and defines each commitment made to transfer it to the customer as a separate performance obligation. The group also determines whether it fulfills each performance obligation over time or at a certain point in time at the inception of the contract.

In order to determine the transaction price, the Group assesses how much consideration it expects to be entitled to by fulfilling the contract. In arriving at the assessment, the Group considers variable elements of consideration, as well as the existence of a significant financing component.

In accordance with TFRS 15 "Revenue from contracts with customers" standard, the performance obligations of the Group consist of wholesale electricity sales and ancillary services related to electricity sales. The electricity sold is transmitted to the customer over transmission lines and the customer simultaneously consumes the benefit obtained from the performance of the Group. Revenue from electricity sales and ancillary services related to electricity sales is recognized at the time of delivery.

**b) Financial instruments**

*i) Recognition and initial measurement*

The Group recognizes its trade receivables and debt instruments on the day its occurred. All other financial assets and liabilities are recognized on the transaction date that the relevant financial instrument if the group is a part to the contractual terms. In the initial measurement of financial assets (except trade receivables that do not have a significant financing component) and financial liabilities other than those whose fair value changes are reflected in profit or loss, transaction costs that can be directly attributed to their acquisition or issuance are measured by adding to the fair value. Trade receivables that do not have a significant financing component are measured at the initial recognition over the transaction price.

*ii) Classification and subsequent measurement*

According to TFRS 9, on initial recognition, a financial asset is classified as measured at: amortized cost; FVOCI – debt investment; FVOCI – equity investment; or FVTPL.

Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

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**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
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**2.5 Summary of Significant Accounting Policies (cont'd)**

**b) Financial instruments (cont'd)**

*ii) Classification and subsequent measurement (cont'd)*

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

The Group makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity
- how the performance of the portfolio is evaluated and reported to the Group's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity

Financial assets – Assessment whether contractual cash flows are solely payments of principal and interest:

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**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
(CONT'D)**

**2.5 Summary of Significant Accounting Policies (cont'd)**

**b) Financial instruments (cont'd)**

*ii) Classification and subsequent measurement (cont'd)*

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument.

Whether the financial asset contains a contractual clause that could change the timing or amount of contractual cash flows to a degree that would prevent it from meeting this definition is included in the assessment. In making these assessments, the Group takes into account the following:

- Contingent events that could change the timing or amount of cash flows,
- Terms that could change the contractual coupon rate (including variable rate features),
- Early payment and extension options, and
- Conditions that may restrict the Group's ability to claim cash flows on a particular asset (eg non-recoverable features).

The prepayment feature is consistent with the principal and interest payments criterion only on the principal and principal balance, if the prepaid amounts, which include a reasonable consideration, largely reflect the unpaid amount of the principal and interest on the principal balance when the contract is terminated before its maturity.

In addition, for a financial asset purchased at a premium or discount over the contractual nominal value, prepayments, which largely reflect the contractual nominal value and accrued (but not paid) interest (prepaid amounts may include a reasonable consideration since the contract is terminated before maturity). A contractual requirement that permits or necessitates is accounted for in accordance with the criterion of "principal and interest payments only" if the fair value of the prepayment feature is insignificant at initial recording.

Since the principal is the present value of the expected cash flows, trade receivables and other receivables pass the "principal and interest payments only" test. These receivables are managed in accordance with the business model based on collection. The following accounting policies are valid for the subsequent measurements of financial assets:

**Financial Assets at FVTPL** These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss. Refer to section (v) below for the derivatives which are defined as hedge instruments for financial risk.

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**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
(CONT'D)**

**2.5 Summary of Significant Accounting Policies (cont'd)**

**b) Financial instruments (cont'd)**

*Equity investments at FVOCI*

These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are never reclassified to profit or loss.

*Financial Assets at Amortized Cost*

These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

**Financial Liabilities**

Financial liabilities are classified as measured at amortized cost or FVTPL.

A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. The Group does not have any financial liabilities at FVTPL. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on derecognition is also recognized in profit or loss.

Non-derivative financial liabilities are first recognized on the transaction date when the Group becomes a party to the contractual terms of the relevant financial instrument.

The non-derivative financial liabilities of the Group include borrowings, other financial liabilities, commercial debts and other debts.

Such financial liabilities are initially measured by deducting transaction costs directly attributable from their fair values. Following their initial recognizing, financial liabilities are valued over their amortized costs using the effective interest method.



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**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
(CONT'D)**

**2.5 Summary of Significant Accounting Policies (cont'd)**

*i) Derecognition*

**Financial assets**

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Group continues to recognize the financial asset in the statement of financial position if it retains substantially all the risks and benefits arising from the ownership of a financial asset.  
Financial liabilities

The Group derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expire. The Group also derecognizes a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognized in profit or loss.

*(iv) Offsetting*

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

*(v) Derivative financial instruments and hedge accounting*

The Group uses derivative financial instruments for the purpose of hedging foreign currency and interest risk rate. Embedded derivative instruments are separated from the main contract and recognized separately when the underlying contract is not a financial asset and meets certain criteria. Derivatives are initially recognized at fair value. Subsequent to initial recognition of derivative instruments, changes in fair value are recognized in profit or loss.

The Group defines certain derivatives as hedging tools to protect the variability in cash flows associated with highly probable forecast transactions resulting from changes in exchange rates and interest rates.

At the beginning of the hedging relationship, the Group documents the hedging relationship and the risk management objective and strategy that led to the entity's hedging transaction.

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**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
(CONT'D)**

**2.5 Summary of Significant Accounting Policies (cont'd)**

**b) Financial instruments (cont'd)**

**Financial assets (cont'd)**

*(v) Derivative financial instruments and hedge accounting (cont'd)*

The Group also documents whether the changes in the cash flows of the hedged item and the hedging instrument are expected to offset each other and the economic relationship between the hedged item and the hedging instrument in this way.

**Cash Flow Hedge**

If a derivative instrument is designed as a cash flow hedging instrument, the effective part of the change in the fair value of the derivative instrument is recognized in other comprehensive income and shown in the hedging reserve under equity. The ineffective part of the change in the fair value of the derivative is recognized directly in profit or loss. The effective part of the change in the fair value of the derivative instrument determined on the present value basis from the inception of the hedging relationship recognized in other comprehensive income is limited to the cumulative effect of the change in the fair value of the hedging instrument.

The Group defines only the value change in the spot element of the forward contract as a hedging tool in the cash flow hedging relationship.

The change in the fair value of the forward value of the forward foreign exchange purchase and sale contracts ("forward element") is accounted as a hedge fund as a separate component in equity as hedging cost.

A protected forecast transaction; in case a non-financial asset or liability is subsequently included in the financial statements, the amount accumulated in the hedge fund and the hedging cost are directly included in the initial cost of the non-financial asset or liability.

For all other hedged forecast transactions, the amount accumulated in the hedge fund and the hedging cost are classified from the hedge fund to profit or loss in the periods or periods when the hedged estimated future cash flows affect profit or loss.

Hedge accounting is terminated prospectively when the hedge relationship (or part of it) no longer meets the required criteria, the hedging instrument expires or is sold, terminated or used. If cash flow hedge accounting is discontinued, the amount accumulated in the hedge fund continues to be classified in equity until the recognition of a hedged forecast transaction non-financial item, the hedging cost is directly included in the initial cost of the non-financial item, or the financial risk for other cash flow hedges. hedging cost is classified into profit or loss in the period or periods in which the hedged estimated future cash flows affect profit or loss.

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**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
(CONT'D)**

**2.5 Summary of Significant Accounting Policies (cont'd)**

**Cash Flow Hedge (cont'd)**

If the estimated future cash flows under protection are no longer expected to occur, the amount accumulated in the hedge fund and the cost of this fund are immediately classified to profit or loss.

*vi. Non-derivative financial assets*

The Group recognises loss allowances for expected credit losses (ECL) on:

- financial assets measured at amortized cost

The Group measures loss allowances at an amount equal to lifetime ECLs, except for the following, which are measured at 12-month ECLs:

- Bank balances where credit risk (i.e. default risk arising over the expected life of the financial instrument) has not increased significantly since initial recognition.

The Group has chosen lifetime ECL's to measure the impairment of trade receivables and contract assets.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and including forward-looking information.

The Group assumes that the credit risk on a financial asset has increased significantly if it is more than 90 days past due.

**Measurement of ECLs**

ECLs are a probability weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the company expects to receive).

At each reporting date, the Group assesses whether financial assets carried at amortised cost and debt securities at FVOCI are credit impaired. A financial asset is 'credit impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

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**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
(CONT'D)**

**2.5 Summary of Significant Accounting Policies (cont'd)**

**Cash Flow Hedge (cont'd)**

Evidence that a financial asset is credit impaired includes the following observable data:

- significant financial difficulty of the debtor;
- a breach of contract such as a default or being more than 90 days past due;
- the restructuring of a loan or advance on terms that the Group would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganization or
- the disappearance of an active market for a security because of financial difficulties

**Presentation of impairment**

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

**Write-off**

The gross carrying amount of a financial asset is written off when the Group has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. Write-off is a reason for derecognition.

The Group has a policy of writing off the gross carrying amount when the financial asset is 2 years past due based on historical experience of recoveries of similar assets. For corporate customers, the Group makes an assessment of the timing and the amount to be deducted, based on the individual's expectation for a reasonable recovery. The Group expects no significant recovery from the amount written off.

However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

**Non-Financial Assets**

At each reporting date, the Group reviews the carrying amounts of its non-financial assets (other than contract assets and deferred tax assets) to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of an asset or cash generating unit is the greater of its value in use and is fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.

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**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
(CONT'D)**

**2.5 Summary of Significant Accounting Policies (cont'd)**

**Non-Financial Assets (cont'd)**

If an asset or CGU's recoverable amount is lower than its book value, the carrying value of that asset or CGU is reduced to its recoverable amount.

Impairment losses are recognized in profit or loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU.

For other assets, an impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

**c) Inventories**

Inventories are valued at the lower of cost and net realizable value. Net realizable value is the amount obtained by deducting the estimated completion cost and the estimated sales costs required to realize the sale from the estimated sales price.

The cost of inventories includes all purchasing costs, conversion costs, and other costs incurred in bringing the inventories to their current position. Stocks are valued according to the average cost pricing method.

The related party is the person or business associated with the reporting business. The entity reporting is the entity that prepares the consolidated financial statements.

a) Related Parties are considered related to the Company if a person or a close member of that person's family is related to a reporting entity;

if that person:

Has control or joint control over the reporting entity;

Has significant influence over the reporting entity; or

Is a member of the key management personnel of the reporting entity or of a parent of the reporting entity

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**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
(CONT'D)**

**2.5 Summary of Significant Accounting Policies (cont'd)**

**c) Inventories (cont'd)**

b) The entity and the reporting entity are members of the same group.

i) The entity and the company are members of the same group.

ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).

iii) Both entities are joint ventures of the same third party. One entity is a joint venture of a third entity and the other entity is an associate of the third entity. The entity is a post-employment benefit plan for the benefit of employees of either the reporting entity or an entity related to the reporting entity. If the reporting entity is itself such a plan, the sponsoring employers are also related to the reporting entity. The entity is controlled or jointly controlled by a person identified in (a). A person identified in (a) (i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

(viii) In the event that the business or another member of the group of which it is a part provides key management personnel services to the reporting enterprise or the parent company of the reporting enterprise.

**e) Recognition and measurement**

Property, plant and equipment are measured by deducting accumulated depreciation and depreciation provision, if any, from their cost values, except for land and parcels, underground and overland plants, buildings and plant, machinery and equipment.

Cost refers to the expenses directly related to the purchase of the relevant asset. The Group stopped using the cost method for lands and parcels, underground and overland plants, buildings and plants, machinery and equipment included in property, plant and equipment and chose the revaluation model as its accounting policy in accordance with TAS 16 Property, Plant and Equipment. The revalued amount is the value found by deducting the subsequent accumulated depreciation and subsequent accumulated impairment losses from its fair value at the date of revaluation. The increase arising from the revaluation of the mentioned lands, underground and overland plants, buildings and plant machinery and equipment is recorded after netting of the deferred tax effect on the revaluation reserve in equity. Decreases arising from the valuation made over the recorded amounts of the revaluated lands and parcels, underground overland plants, buildings and facility machinery and devices are also reflected as expense, if any, exceeding the amount of revaluation reserve arising from the previous valuation.

If the parts comprising the tangible fixed assets have different useful lives, they are accounted as separate parts (important parts) of the property, plant and equipment.

Gains or losses arising from the disposal of a tangible asset are determined by comparing the amount of disposal with the registered value of the asset and are accounted for under "income from investment activities" or "expenses from investment activities" in profit or loss.

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**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
(CONT'D)**

**2.5 Summary of Significant Accounting Policies (cont'd)**

**e) Recognition and measurement (cont'd)**

*(i) Subsequent costs*

Costs arising from replacing any part of tangible fixed assets are capitalized if it is likely to increase the future economic benefit of the fixed asset and if its cost can be measured reliably. The registered values of the changed parts are excluded from the financial status table. The daily maintenance costs of property, plant and equipment are recorded in profit or loss on the date they occur.

*(ii) Depreciation*

Property, plant and equipment items are depreciated on the day they are already available or for assets built by the Group, on the day these assets are completed and are ready for use. Depreciation is calculated by straight-line method over their estimated useful life. Depreciation is usually recognized in profit or loss unless it is included in the book value of another asset. Leased assets are depreciated over the shorter of the lease term and the useful life of the leased asset, unless the Group will take ownership of the leased asset with reasonable certainty at the end of the lease. Land and parcels are not depreciated.

Depreciation expense of revalued lands, underground and overland plants, buildings and plant machinery and equipment for the period is recognized in profit or loss. When the re-evaluated lands and parcels, underground and overland plants, buildings and facility machinery and equipment are sold or withdrawn from service, the remaining balance in the revaluation reserve is directly transferred to previous years losses. On the other hand, some of the increase in value is transferred to previous year's profit / loss as the asset is used by the enterprise.

The estimated useful lives of significant tangible fixed asset items in current and comparative periods are as follows:

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*Property, plants and equipments*

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Machinery and equipment	45-50 years
Fixtures and fittings	3-15 years

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For the major maintenance related to the power plants, useful lives different from the useful life of the power plants have been determined. Therefore, the maintenances are recorded as separate parts of the power plants.

Depreciation methods and useful lives are reviewed as of each reporting date and adjusted when necessary.

The useful life of solar power plants of the Group has been corrected as 50 years as of 01.01.2020.

**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
(CONT'D)**

**2.5 Summary of Significant Accounting Policies (cont'd)**

**e) Recognition and measurement (cont'd)**

**(f) Intangible fixed assets**

*(i) Recognition and measurement*

Other intangible fixed assets that have been purchased by the Group and have a certain useful life are measured by subtracting the accumulated amortization and, if any, accumulated impairment losses from their costs. In case of impairment, the registered value of intangible fixed assets is reduced to the recoverable amount.

*(ii) Subsequent costs*

Subsequent costs are capitalized only if they have an increasing effect on the future economic benefits of the intangible assets they are related to. All other expenses are recognized in profit or loss on the date they occur.

*(iii) Redemption*

Redemption is calculated over the cost of intangible fixed asset items over their estimated useful lives on a straight-line method and accounted in profit or loss. The estimated useful lives of licenses are between 2 and 49 years. Amortization methods and useful lives are reviewed as of each reporting date and adjusted when necessary.

**g) Leasing Transactions**

*(i) As a lessee*

The Group distributes the lease component to each lease component based on the relative stand-alone price of the lease component and the total stand-alone price of the non-lease components.

The Group chose not to separate the non-lease components from the lease components, but instead account for each lease component and its associated non-lease components as a single lease component.

The Group has reflected the right to use and lease obligation in its consolidated financial statements at the date when the lease actually started. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.



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**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
(CONT'D)**

**2.5 Summary of Significant Accounting Policies (cont'd)**

**(f) g) Leasing Transactions (cont'd)**

In the event that the lease transfers the property of the underlying asset to the lessee at the end of the lease period or if the cost of the right of use asset indicates that the lessee will use a purchase option, the right to use asset is depreciated from the date on which the lease actually begins to end the useful life of the underlying asset. In other cases, the right to use asset is depreciated based on the shorter of the useful life or rental period of the asset, starting from the date the lease actually begins. In addition, the value of the right of use asset is periodically reduced, if any, by deducting impairment losses and corrected in line with the re-measurement of the lease liability.

The lease liability is initially measured at the present value of the lease payments that were not paid at that date at the time the lease actually started. Rent payments are discounted using this rate if the implicit interest rate in the lease can be easily determined. In case this rate cannot be determined easily, the Group's alternative borrowing interest rate is used.

The Group determines the alternative borrowing interest rate by considering interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

Lease payments included in the measurement of the lease liability comprise the following:

- Fixed payments (including essentially fixed payments) variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date
- amounts expected to be payable under a residual value guarantee; and,
- In the event that it is reasonably certain that the purchase option will be used, the penalty for termination of the lease, if the usage price of this option and the duration of the lease indicate that the Group will use an option to terminate the lease.

The lease liability is measured at amortized cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in amount expected to be payable under a residual value guarantee, the Group considers to changes its assessment of whether it will exercise a purchase, extension or termination option.

In case of reassessment of the lease liability, it is reflected in the consolidated financial statements as a correction in the presence of the right to use according to the newly found debt amount. However, if the carrying amount of the right of use asset is zero and there is a further decrease in the measurement of the lease obligation, the remaining re-measurement amount is reflected in profit or loss.

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**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
(CONT'D)**

**2.5 Summary of Significant Accounting Policies (cont'd)**

**Short-term leases and low-value leases**

The Group prefers not to reflect the right of use assets and lease liabilities to its consolidated financial statements for short-term machine rentals with leases of 12 months or less and for leases of low-value conditions, including IT equipment. The Group has reflected the lease payments associated with these leases in the consolidated financial statements as expenses linear basis during the lease period.

**h) Provisions**

In the event that there is an existing legal or implied obligation arising from past events and it is probable that the obligation will be fulfilled and the resources that bring economic benefits will emerge from the business and the amount of the obligations can be estimated reliably, a provision is made for these liabilities in the consolidated financial statements. Provisions are calculated according to the best estimate made by the Group management of the expenses to fulfill the obligation as of the reporting date and discounted to present value if the effect is material.

**i) Employee Benefits**

**(i) Short term benefits to employees**

Short-term benefit obligations provided to employees are expensed as the relevant service is provided. As a result of the past services of its employees, a liability is recorded for the amounts expected to be paid in cases where the Group is legally or constructively obliged to pay and this liability can be estimated reliably. Of the labor contract according to the current Labor Law in Turkey it is obliged to pay for any reason claimed by the employee if the ending, but unused annual leave belonging fee gross salary at the date when the contract expires and contractual other interests him or rights to their owners over the total. Unused vacation provision is the total undiscounted liability amount corresponding to the leave days that all employees deserve but have not used yet as of the reporting date. Liabilities arising from unused leave rights are accrued in the period in which they are entitled.

**(ii) Other long-term employee benefits**

As per the existing labor law in Turkey, the Group employees' pension, the military or have completed one year of leaving employment for reasons such as death, employees are obliged to pay certain amounts. Provision for severance pay expresses the present value of the future estimated possible liability of the Group in case of retirement of employees on a 30-day basis. The provision for severance pay has been calculated as if all employees will be subject to such a payment, and it is reflected on an accrual basis in the consolidated financial statements. The provision for severance pay has been calculated according to the severance pay ceiling announced by the Government. As of 30 September 2020, the severance pay ceiling was calculated over 7.117.17 TL. (Ceiling valid as of 01.07.2020). All actuarial gains and losses are accounted for in other comprehensive income.

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**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
(CONT'D)**

**2.5 Summary of Significant Accounting Policies (cont'd)**

**j) Contingent liabilities and contingent assets**

It is defined as an existing asset or liability that will result in the exit or entry of resources that are arising from past events and that contain economic benefits. Contingent liabilities are disclosed in the notes to the consolidated financial statements, except in cases where the possibility of the outflow of resources embodying economic benefits is remote. If the situation requiring resource transfer is probable, contingent liabilities are reflected in the consolidated financial statements. If it becomes probable that the economic benefit will enter the business, an explanation is made in the footnotes of the consolidated financial statements regarding the contingent asset. If it is certain that the economic benefit will enter the business, the asset and the related income change are included in the consolidated financial statements at the date of their change.

**k) Income from Investment Activities And Expenses from Investment Activities**

Income from investment activities includes profits from sales of subsidiaries, and income from sales of fixed assets and scrap. Expenses from investment activities include fixed assets, expenses and losses from sales of subsidiaries.

**m) Earning/(Loss) Per Share**

Earnings / (loss) per share stated in the consolidated statement of profit or loss and other comprehensive income has been found by dividing the net profit / (loss) or total comprehensive income / (expense) of the parent company by the weighted average number of shares in the market during the relevant period.

**n) Tax**

Tax expense comprises current tax and deferred tax. Tax is recognized in profit or loss except to the extent that it relates to a business combination or items recognized directly in equity or other comprehensive income.

**(i) Current tax**

Current period tax is the tax liability or receivable calculated on the profit or loss subject to tax in the current year and in accordance with the tax rates valid as of the end of the reporting period and the current tax legislation and includes the correction records related to the tax liabilities in the previous years.

Current tax is calculated by taking into consideration the tax rates that are in force as of the end of the reporting period or close to the effective date. To net off current tax asset or liability can be applied only under some certain conditions. Tax legislation in Turkey does not permit a parent company and its subsidiary consolidated tax return to fill out. Therefore, the tax provision reflected in the consolidated financial statements is calculated separately for companies.

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**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
(CONT'D)**

**2.5 Summary of Significant Accounting Policies (cont'd)**

**(ii) Deferred tax**

Deferred tax is calculated over the temporary differences between the book values of assets and liabilities in the financial statements and the values used in the tax base. Deferred tax is not recognized for temporary differences that occur in the following situations.

- Temporary differences that arise on initial recognition of assets or liabilities resulting from a transaction that is not a business combination and affects neither accounting profit nor taxable profit or loss;
- Temporary differences related to investments in subsidiaries that are unlikely to reverse in the foreseeable future and the Group can control the reversal time; and
- Taxable temporary differences arising during the initial recognition of goodwill.

For unused past year financial losses, tax advantages and deductible temporary differences, if it is probable that there will be a taxable profit sufficient to offset them in the future, a deferred tax asset is recognized. Taxable profit is determined according to the business plans of each subsidiary in the Group. Deferred tax assets are reviewed at each reporting date and if it is probable that it will gain taxable profit in the future, a deferred tax asset that has not been recognized beforehand is recognized, limited to these amounts.

The Group measures deferred tax liabilities and deferred tax assets consistently with the tax consequences of its expectations at the end of the reporting period regarding how its assets will recover their book values or how they will pay their debts.

The Company and its subsidiaries within the scope of consolidation have reflected their deferred tax assets and liabilities in their financial statements by netting, however, no netting has been made on a consolidated basis. Deferred tax is calculated over the tax rates expected to be valid in the period when assets are created or liabilities are fulfilled.

**(iii) Tax Risk**

When the amount of period tax expense and deferred tax expense are determined, the Group considers uncertain tax positions and whether there are any additional tax and interest obligations to be paid. In case new information arises that will change the professional opinion of the Group regarding the adequacy of the existing tax liability, this change in the tax liability will affect the tax expense for the period in which this situation is determined.

CONVENIENCE TRANSLATION OF THE REPORT ORIGINALLY ISSUED IN TURKISH

ESENBOĞA ELEKTRİK ÜRETİM ANONİM ŞİRKETİ AND ITS SUBSIDIARIES

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**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
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**2.5 Summary of Significant Accounting Policies (cont'd)**

**p) Segment Reporting**

The segment's revenue and spending in business activities that the group can do the activity and decisions about resources to be allocated to the Section be made of the results of the department in order to evaluate the performance of the group's activities are reviewed on a regular basis by the competent authority to take decision regarding which separate financial information is available about where a portion.

<b>1 January-30 September 2021</b>	<b>Power Generation</b>	<b>EPC</b>	<b>Elimination</b>	<b>Total</b>
Revenue	164.329.596	25.269.375	(1.307.479)	188.291.492
Cost of Sales (-)	(47.880.356)	(23.710.495)	1.307.479	(70.283.372)
<b>Gross profit from commercial activities</b>	<b>116.449.240</b>	<b>1.558.880</b>	-	<b>118.008.120</b>
<b>Gross profit</b>	<b>116.449.240</b>	<b>1.558.880</b>	-	<b>118.008.120</b>
General and administrative expenses (-)	(5.347.545)	-	-	(5.347.545)
Other income from operating activities	65.768.202	-	-	65.768.202
Other expenses from operating activities (-)	(16.658.902)	-	-	(16.658.902)
<b>Operating profit</b>	<b>160.210.995</b>	<b>1.558.880</b>	-	<b>161.769.875</b>
(Other)Financial income	682.665.742	7.447.550	(6.289.282)	683.824.010
(Other)Financial expenses (-)	(148.079.769)	(7.998.418)	6.289.282	(149.788.905)
<b>Profit/ (Loss) for the period</b>	<b>694.796.967</b>	<b>1.008.012</b>	-	<b>695.804.979</b>
<b>1 January-30 September 2020</b>	<b>Power Generation</b>	<b>EPC</b>	<b>Elimination</b>	<b>Total</b>
Revenue	45.495.554	80.052.579	(850.000)	124.698.133
Cost of Sales (-)	(9.650.506)	(40.428.124)	850.000	(49.228.630)
<b>Gross profit from commercial activities</b>	<b>35.845.048</b>	<b>39.624.455</b>	-	<b>75.469.503</b>
<b>Gross profit</b>	<b>35.845.048</b>	<b>39.624.455</b>	-	<b>75.469.503</b>
General and administrative expenses (-)	(1.757.176)	-	-	(1.757.176)
Other income from operating activities	2.029.545	-	-	2.029.545
Other expenses from operating activities (-)	(130.220)	-	-	(130.220)
<b>Operating profit</b>	<b>35.987.196</b>	<b>39.624.455</b>	-	<b>75.611.651</b>
(Other)Financial income	13.200.307	-	-	13.200.307
(Other)Financial expenses (-)	(69.731.141)	-	-	(69.731.141)
<b>Profit/ (Loss) for the period</b>	<b>(20.543.638)</b>	<b>39.624.455</b>	-	<b>19.080.817</b>

**r) Capital**

**Common stocks**

Common stocks are classified as paid-in capital. Additional costs directly attributable to the issuance of common stocks are recognized as a decrease in equity after deducting any tax effect, if any.

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**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
(CONT'D)**

**2.6 Critical Accounting Judgements, Estimates and Assumptions**

While preparing the consolidated financial statements, the Group management has made judgments, estimates and assumptions that affect the application of the Group's accounting policies and the amounts of reported assets, liabilities, income and expenses. Actual amounts may vary from estimated amounts.

Estimates and related assumptions are constantly reviewed. Changes to estimates are accounted prospectively.

*(i) Assumptions and Estimates*

Regarding the amounts recorded in the consolidated financial statements, the important evaluations regarding the application of accounting policies that have a significant impact and the uncertainties regarding the estimates and assumptions that may require significant corrections in the following periods are explained in the related footnotes.

*(ii) Measurement of fair values*

Various accounting policies and explanations of the Group require the determination of the fair values of both financial and non-financial assets and liabilities. If third-party information, such as tape prices or pricing services, is used to measure fair value, the group will consider the requirements of IFRS, including the level at which fair valuations should be classified in the fair valuation hierarchy. reviews compliance to support its result. In measuring the fair value of an asset or liability, the Group uses market-observable information. Fair valuations are classified into different levels in the fair valuation hierarchy based on the information used in the valuation techniques stated below.

- Level 1: Quoted (unadjusted) prices in active markets for identical assets or liabilities;
- Level 2: Data excluding quoted prices in Level 1 and that can be observed directly (through prices) or indirectly (derived from prices) in terms of assets or liabilities;
- Level 3: Data not based on observable market data for assets or liabilities (non-observable data).

If the information used to measure the fair value of an asset or liability can be classified to a different level of the fair valuation hierarchy, this fair valuation is classified to the same level of the fair valuation hierarchy that includes the smallest information that is important to the whole measurement.

The Group recognized the transfers between levels in the fair valuation hierarchy at the end of the reporting period in which the change occurred

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**NOTE 2 BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS  
(CONT'D)**

**2.6 Critical Accounting Judgements, Estimates and Assumptions (cont'd)**

*(iii) Determination of fair value*

Fair values are determined by the following methods for measurement and / or explanation purposes. If applicable, additional information about the assumptions used in determining fair values is presented in footnotes specific to the asset or liability.

**Trade Receivables and other receivables**

The fair values of trade and other receivables are estimated as the value to be found by discounting future cash flows with market interest rates at the measurement date. Short-term receivables without a certain interest rate are valued over the original invoice amount in case the discount effect is insignificant. These fair values are determined at initial recognition and at the end of each reporting period for disclosure purposes.

**Derivative Financial Instruments**

The fair values of derivative financial instruments are determined over their prices traded in active markets or, where appropriate, by using the discounted cash flow method. Discount factors are calculated by including an additional margin reflecting the characteristics of the financial instrument in the swap yield curves.

**Property, plant and equipment**

The land and parcels, plant, machine and equipment and vehicles included in property, plant and equipment are indicated at their valued amounts in the financial statements, and the important assumptions used in the fair value calculation are specified in note 7. Valuation of the related property, plant and equipment was made by Net Kurumsal Gayrimenkul Değerleme ve Danışmanlık A.Ş. that is an independent valuation company, as of 30 June 2021.

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**NOTE 3 – BUSINESS COMBINATIONS**

	<b>30 September 2021</b>
<b>Company</b>	<b>Purchased from Kinesis Grup (*)</b>
Transferred price	429,154,900
Written down value	1,082,674,690
<b>Negative goodwill</b>	<b>653,519,790</b>

(\*) As of 30 September 2021 "Margün Enerji" which subsidiary of Esenboğa after purchasing of 7 Companies written down value was determined as 1,082,674,690 TL and the differences between transfer fee of related companies 429,154,900 TL is 653,519,790 TL accounted for as profit under negative goodwill.

**NOTE 4 - RELATED PARTY DISCLOSURES**

The immediate parent and ultimate controlling party respectively of the Group is the Transactions between the Company and the subsidiaries have been eliminated on consolidation and are not disclosed in this note.

Other receivables from related parties arise mainly from financing transactions which are unsecured in nature.

Trade payables to related parties arise mainly from purchasing transactions which are unsecured in nature. Other payables to related parties arise mainly from financing transactions which are unsecured in nature.

Details of transactions between the Group and other related parties are disclosed in this page:

*Trade payables due to related parties*

	<b>30 September 2021</b>	<b>31 December 2020</b>
Naturel Yenilenebilir Enerji Tic. A.Ş.	521,882	101,487,407
<b>Total</b>	<b>521,882</b>	<b>101,487,407</b>



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**NOTE 4 - RELATED PARTY DISCLOSURES (CONT'D)**

*Other payables due to related parties*

	30 September 2021	31 December 2020
Naturel Yenilenebilir Enerji Tic. A.Ş.	127,268,819	-
<b>Total</b>	<b>127,268,819</b>	<b>-</b>

**NOTE 5 - FINANCIAL LIABILITIES**

As of 30 September 2021 and 31 December 2020, the details of the Group's short and long term financial liabilities as below;

	30 September 2021	31 December 2020
Short term bank loans	110,345,623	-
Short-term portions of long-term borrowings	76,059,947	81,087,560
Other financial liabilities	70,016	14,346
<b>Short term financial liabilities</b>	<b>186,475,586</b>	<b>81,101,906</b>
Long-term borrowings	688,074,421	309,723,932
<b>Long term financial liabilities</b>	<b>688,074,421</b>	<b>309,723,932</b>
<b>Total financial liabilities</b>	<b>874,479,991</b>	<b>390,825,838</b>

As of 30 September 2021, the detail of short and long term financial liabilities is as follows:

Currency	Effective interest rate	Original amount	TL amount
<b>Short term bank borrowings</b>			
USD	7.21%	3,345,444	29,702,526
EURO	4.58%	15,223,791	156,703,044
<b>Long term bank borrowings</b>			
USD	7.21%	8,043,492	71,414,140
EURO	4.58%	59,908,900	616,660,281
<b>Total</b>			<b>874,479,991</b>

(\*) The USD weighted average effective interest rate of the Group's loans for 2021 is 5.63%.

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**NOTE 5 - FINANCIAL LIABILITIES (CONT'D)**

As of 31 December 2020, the detail of short and long term financial liabilities is as follows:

Currency	Effective interest rate	Original amount	TL amount
<b>Short term bank borrowings</b>			
USD	7.14%	5,376,447	39,465,808
EURO	4.50%	4,620,583	41,621,752
<b>Long term bank borrowings</b>			
USD	7.14%	12,931,317	116,484,015
EURO	4.50%	29,056,013	193,239,917
<b>Total</b>			<b>390,811,492</b>

The repayment schedule of the financial liabilities are as follows;

	30 September 2021	31 December 2020
Within 1 year	186,405,570	81,087,560
Between 1-2 years	166,709,344	75,909,428
Between 2-3 years	145,214,933	68,037,996
Between 4-5 years	130,359,778	60,478,064
More than 5 years	245,790,366	105,298,444
<b>Total financial liabilities</b>	<b>874,479,991</b>	<b>390,811,492</b>

**NOTE 6 – INVESTMENT PROPERTIES**

As of 30 September 2021 and 31 December 2020, movements of the Group's investment properties as below;

	1 January 2021	Addition	Disposal	Revaluation	30 September 2021
<b>Cost</b>					
Lands	1,600,000	-	(1,600,000)	-	-
<b>Net Book Value</b>	<b>1,600,000</b>			-	-

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NOTE 6 – INVESTMENT PROPERTIES (CONT'D)

	1 January 2020	Addition	Disposal	Revaluation	31 December 2020
<b><u>Cost</u></b>					
Lands	1,425,000	-	-	175,000	1,600,000
<b>Net Book Value</b>	<b>1,425,000</b>				<b>1,600,000</b>

Investment properties are accounted for with fair value. The fair value is the estimated market value that is expected to occur on the date of valuation as a result of the change of hands between a knowledgeable and willing buyer and seller in the market conditions of such asset.

All investment properties of the Group, valuation process was carried out by Net Kurumsal Gayrimenkul Değerleme ve Danışmanlık A.Ş. which has been granted a valuation license by the Capital Market Board, and "Comparison and Harmonization of Precedents" was used for facility, lands value determination and the attrition share was deducted. The value difference of the aforementioned lands in accordance with the previous year's materials, TL 175,000 were reflected in the attached financial statements.

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NOTE 7 - PROPERTY, PLANT AND EQUIPMENT

	1 January 2021	Additions	Disposals	Business combination effect	Revaluation	Consolidation addition effect	Consolidation disposal effect	30 September 2021
<b><u>Cost</u></b>								
Land	54,613,840	67,349,545	-	33,863,057	7,081,070	848,053	(20,959,565)	142,796,000
Machinery and equipment	931,183,900	19,465	-	851,518,277	978,882,941	371,397,630	(846,236,289)	2,286,765,924
Fixtures and fittings	1,186,310	40,800	-	1,186,310	-	99,328	(1,186,310)	1,326,438
Leasehold improvements	-	4,043	-	-	-	-	-	4,043
	<b>986,984,050</b>							<b>2,430,892,405</b>
<b><u>Accumulated depreciation</u></b>								
Machinery and equipment	19,469,801	27,379,070	-	-	(2,736,513)	-	(16,733,288)	27,379,070
Fixtures and fittings	412,232	130,137	-	-	-	-	(412,233)	130,136
	<b>19,882,033</b>							<b>27,509,206</b>
<b>Net Book Value</b>	<b>967,102,017</b>							<b>2,403,383,199</b>

(\*) The purchased Solar Power Plants are determined its fair value with the valuation report on 30 June 2021 by Net Kurumsal Gayrimenkul Değerleme ve Danışmanlık A.Ş.

(\*\*) As of September 30, 2021, there are 955,644,298 TL movable pledges and 1,345,310,610 TL mortgages on tangible assets.

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NOTE 7 - PROPERTY, PLANT AND EQUIPMENT (CONT'D)

	1 January 2020	Addition	Disposal	Transfer	Revaluation (*)	Consolidation addition effect	31 December 2020
<b><u>Cost</u></b>							
Lands	17,976,561	6,455,002	-	5,719,509	24,095,432	367,336	54,613,840
Machinery and equipment	460,704,480	-	-	(5,719,509)	436,448,703	39,750,226	931,183,900
Fixtures and fittings	26,633	-	(26,633)	-	-	1,186,310	1,186,310
Construction in progress	15,017	-	(15,017)	-	-	-	-
	<b>478,722,691</b>						<b>986,984,050</b>
<b><u>Accumulated depreciation</u></b>							
Machinery and equipment	8,262,486	11,207,315	-	-	-	-	19,469,801
Fixtures and fittings	-	412,234	-	-	-	-	412,234
	<b>8,262,486</b>						<b>19,882,035</b>
<b>Net Book Value</b>	<b>470,460,205</b>						<b>967,102,015</b>

(\*) The purchased Solar Power Plants are determined its fair value with the valuation report on 12 December 2020 by Net Kurumsal Gayrimenkul Değerleme ve Danışmanlık A.Ş.

(\*\*) As of 31 December 2020, there are movable liens of TL 1,831,096,261 and mortgages of TL 490,212,380 on property, plant and equipment.

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NOTE 8 - INTANGIBLE ASSETS

	1 January 2021	Additions	Disposals	30 September 2021
<b>Cost</b>				
Other intangible assets	182,210	1,300	-	183,510
Goodwill	79,243	-	(79,243)	-
	<b>261,453</b>			<b>183,510</b>

**Accumulated depreciation (-)**

Other intangible assets	24,043	13,451	-	37,494
	<b>24,043</b>			<b>37,494</b>

<b>Net Book Value</b>	<b>237,410</b>			<b>146,016</b>
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	1 January 2020	Additions	Disposals	31 December 2020
<b>Cost</b>				
Other intangible assets	182,210	-	-	182,210
Goodwill	79,243	-	-	79,243
	<b>261,453</b>			<b>261,453</b>

**Accumulated depreciation (-)**

Other intangible assets	3,345	20,696	-	24,041
	<b>3,345</b>			<b>24,041</b>

<b>Net Book Value</b>	<b>258,108</b>			<b>237,412</b>
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Distribution of tangible and intangible assets depreciation is as follows;

	1 January - 30 September 2021	1 January - 30 September 2020
Cost of sales	27,522,658	6,062,628
<b>Total</b>	<b>27,522,658</b>	<b>6,062,628</b>

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**NOTE 9 - COMMITMENTS AND CONTINGENCIES**

Guarantees-Pledge-Mortgage ("GPM")

As of 30 September 2021 and 31 December 2020 the tables of the Group's collateral / pledge / mortgage ('GPM') position is as follows:

	30 September 2021	31 December 2020
A, Total amount of GPM given on behalf of the own legal entity	-	-
<i>Guarantees given</i>	5,978,071	-
B, Total amount of GPM given on behalf of the subsidiaries included in full consolidation		
<i>Guarantees given</i>	91,259,944	13,408,279
<i>Pledge</i>	955,644,298	1,708,866,634
<i>Mortgage</i>	1,345,310,610	1,426,927,330
C, Total amount of GPM given on behalf of third parties due to normal course of business	-	-
D, Total amount of other GPM given	-	-
i, Total amount of guarantees given in favor of main shareholder	-	-
ii, Total amount of guarantees given in favor of group companies not covered by B and C clauses	-	-
iii, Total amount of mollaterals given in favor third parties not covered by clause C	-	-
<b>Total</b>	<b>2,398,192,923</b>	<b>3,271,431,870</b>

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**NOTE 10 – HIGH PROBABILITY FORECAST FOR EXCHANGE RATE RISK CASH FLOW HEDGE**

The Group provides foreign exchange risk protection on the balance sheet by borrowing in the same currency against foreign exchange risks arising from foreign currency sales amounts that are highly likely to be realized at future dates within the scope of the agreements it has concluded and the corporate budget.

In this context, repayments of foreign currency borrowings that are subject to hedging accounting and are determined as hedging instruments are made with foreign currency sales cash flows that will be realized at close dates and determined as hedging items within the scope of hedging accounting.

The group determined exchange rate risk management strategy as part of a high probability of risk realization estimated transaction hedging exchange rate risk cash flow hedge accounting hedging instrument for the purpose of being applied and formed on components, effectiveness has been proven mathematically and in accordance TFRs 9, which isn't yet realized exchange rate fluctuations in the income statement the income statement Comprehensive Income Statement of pulling from the park aims at the presentation and healthier.

As of 30 September 2021 the hedging ratio has been calculated as 90%, and the hedging efficiency as 72%.

<b>USD</b>	<b>30 September 2021</b>
Hedged item present value (current)	2,934,155
Hedged item present value (non current)	11,901,359
Hedging instrument present value (current)	3,389,120
Hedging instrument present value (non current)	8,404,801
<b>EUR</b>	<b>30 September 2021</b>
Hedged item present value (current)	8,094,667
Hedged item present value (non current)	68,601,815
Hedging instrument present value (current)	14,828,442
Hedging instrument present value (non current)	60,498,166
<b>TRY</b>	<b>30 September 2021</b>
Cumulative exchange rate difference on the hedged item (current)	490,444
Cumulative exchange rate difference on the hedged item (non current)	1,581,549
Cumulative exchange rate difference on the hedged instrument (current)	(504,035)
Cumulative exchange rate difference on the hedged instrument (non current)	(979,514)
Rate of hedging effectiveness	72%
Inactive portion left in income statement	588,444



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NOTE 11 – EMPLOYEE BENEFITS

Current provisions for employee benefits

*Unused vacation provisions*

	30 September 2021	31 December 2020
Unused vacation provisions	102,717	19,118
<b>Total</b>	<b>102,717</b>	<b>19,118</b>

The movement of unused vacation provisions during the year is as follows;

	1 January - 30 September 2021	1 January - 30 September 2020
Opening balance	19,118	-
Provisions during the year	83,599	-
<b>Closing balance</b>	<b>102,717</b>	<b>-</b>

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**NOTE 11 – EMPLOYEE BENEFITS (CONT'D)**

Non-current provisions for employee benefits

*Provisions for retirement pay liability*

	30 September 2021	31 December 2020
Provisions for retirement pay liability	54,657	43,474
<b>Total</b>	<b>54,657</b>	<b>43,474</b>

Under Turkish Labor Law, the Company is required to pay termination benefits to each employee who has completed certain years of service and whose employment is terminated without due cause, who is called up for military service, dies or retires after completing 25 years of service achieves and reaches the retirement age (58 for women and 60 for men).

The amount payable consists of one month's salary limited to a maximum of TL 8,284.51 (31 December 2020: 7,117.17 TL).

Retirement pay liability is not subject to any kind of funding legally. Provision for retirement pay liability is calculated by estimating the present value of probable liability amount arising due to retirement of employees. TAS 19 Employee Benefits stipulates the development of Company's liabilities by using actuarial valuation methods under defined benefit plans. In this direction, actuarial assumptions used in calculation of total liabilities are described as follows:

The principal assumption is that the maximum liability for each year of service will increase parallel with inflation. Thus, the discount rate applied represents the expected real rate after adjusting for the anticipated effects of future inflation. Consequently, in the accompanying financial statements as at 30 September 2021, the provision has been calculated by estimating the present value of the future probable obligation of the Company arising from the retirement of the employees. The provisions at the respective reporting dates have been calculated with the assumption of 4.29 % real discount rate calculated by using 8.9% annual inflation rate and 13.57% discount rate.

The movement of the provisions for retirement pay liabilities are as follow;

	1 January - 30 September 2021	1 January - 30 September 2020
Opening balance	43,474	-
Interest cost	151,578	10,157
Service cost	7,105	111,691
Annual payments (-)	-	(15,863)
Actuarial gain/ loss	(147,500)	19,956
<b>Closing balance</b>	<b>54,657</b>	<b>125,941</b>

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**NOT 12 - OTHER CURRENT ASSETS, SHORT TERM TERM LIABILITIES**

Other current assets

	30 September 2021	31 December 2020
Income accruals (*)	60,011,735	27,870,490
Deferred VAT	17,854,810	12,447,599
Prepared tax and funds	-	328,311
Business advance	-	33,673
	180,763	
<b>Total</b>		<b>40,680,073</b>

(\*) This amount consist of year end energy income accruals and according to “TFRS 15 Revenue From Contracts With Costumer” income accruals.

Other current liabilities

	30 September 2021	31 December 2020
Taxes and funds payable	10,495,879	-
Other VAT	-	494,469
Other liabilities	9,132	-
<b>Total</b>	<b>10,505,011</b>	<b>494,469</b>

**NOTE 13 - SHAREHOLDER’S EQUITY**

a) Capital

	30 September 2021		31 December 2020	
	Share (%)	Share amount (TL)	Share (%)	Share amount (TL)
Naturel Yenilenebilir Enerji Tic. A.Ş.	62.50%	40,000,000	62.50%	40,000,000
Public Offering	37.50%	24,000,000	37.50%	24,000,000
<b>Paid-in Capital</b>	<b>%100</b>	<b>64,000,000</b>	<b>%100</b>	<b>64,000,000</b>

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**NOTE 13 - SHAREHOLDER'S EQUITY (CONT'D)**

b) Share Premium

	<b>30 September 2021</b>	<b>31 December 2020</b>
Share Premium	726,335,864	177,664,779
<b>Total</b>	<b>726,335,864</b>	<b>177,664,779</b>

c) The Effect of Mergers Involving Undertaking or Enterprises Subject to Common Control:

	<b>30 September 2021</b>	<b>31 December 2020</b>
Business combination effect	-	15,169,416
<b>Total</b>	<b>-</b>	<b>15,169,416</b>

d) Other comprehensive income or expenses that will not be reclassified subsequently to profit or loss:

	<b>30 September 2021</b>	<b>31 December 2020</b>
Accumulated Gain on Revaluation of Non-Current Assets	610,405,296	181,914,159
<b>Total</b>	<b>610,405,296</b>	<b>181,914,159</b>

e) Other comprehensive income or expenses that will not be reclassified subsequently to profit or loss:

	<b>30 September 2021</b>	<b>31 December 2020</b>
Accumulated loss on remeasurement of defined benefit plans	90,184	(5,246)
<b>Actuarial Loss</b>	<b>90,184</b>	<b>(5,246)</b>

f) Other Comprehensive Income or Expenses that may be Reclassified Subsequently to Profit or Loss:

	<b>30 September 2021</b>	<b>31 December 2020</b>
Cash flow hedge	(23,426,849)	-
<b>Total</b>	<b>(23,426,849)</b>	<b>-</b>

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**NOTE 14 – EXPENSE BY NATURE**

*a) General administrative expenses*

	<b>1 January- 30 September 2021</b>	<b>1 January- 30 September 2020</b>	<b>1 July- 30 September 2021</b>	<b>1 July - 30 September 2020</b>
Consultancy and audit expenses	(1,504,686)	(380,221)	(60,910)	(368,722)
Electricity expenses	(717,473)	(311,675)	(329,379)	(208,425)
Taxes, duties and charges expenses	(606,552)	(237,058)	(132,660)	(62,778)
Donatioan and aid expenses	(581,893)	-	(581,893)	-
Personnel expense	(456,799)	(130,214)	90,586	(44,807)
Rent expenses	(250,012)	(143,544)	(46,352)	(143,545)
Service expenses	(169,492)	-	(169,492)	-
Transportation expense	(157,604)	-	(150,697)	24,763
Office expense	(134,464)	-	(28,966)	-
Announcement and advertisement expenses	(117,045)	-	(52,295)	-
Communication expense	(49,895)	(21,234)	(27,645)	(21,234)
Tender expense	(28,411)	-	-	256,103
Maintenance and repair expenses	(17,492)	-	(17,492)	245,501
Insurence expense	(452)	-	-	-
Other	(555,275)	(533,230)	(61,158)	(358,030)
<b>Total</b>	<b>(5,347,545)</b>	<b>(1,757,176)</b>	<b>(1,568,353)</b>	<b>(681,174)</b>

**NOTE 15 - INCOME AND EXPENSES FROM OPERATING ACTIVITIES**

Income from operating activities

	<b>1 January- 30 September 2021</b>	<b>1 January- 30 September 2020</b>	<b>1 July- 30 September 2021</b>	<b>1 July - 30 September 2020</b>
Foreign exchange gain on balance sheet items other than financial borrowings (*)	65,120,216	1,612,530	2,228,799	920,097
Discount income	78,135	370,094	-	357,014
Tax income	136,327	-	88,757	-
Rent income	17,473	-	17,473	-
Insurance income	4,940	-	-	-
Previous period income and gain	59	31,496	-	30,764
Other	411,052	15,423	10,146	14,241
<b>Total</b>	<b>65,768,202</b>	<b>2,029,543</b>	<b>2,345,175</b>	<b>1,322,116</b>

(\*) This amount consist of exchange differences income accoring to TFRS 9 “Cash Flow Hedge”

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NOTE 15 - INCOME AND EXPENSES FROM OPERATING ACTIVITIES (CONT'D)

Expenses from operating activities

	1 January- 30 September 2021	1 January- 30 September 2020	1 July- 30 September 2021	1 July - 30 September 2020
Foreign exchange gain on balance sheet items				
other than financial borrowings	(16,474,905)	-	(1,359,620)	201,162
Previous period expenses and losses	(31,136)	(74,786)	-	(16,481)
Discount expenses	(7,818)	(36,882)	-	(29,228)
Other	(145,044)	(18,552)	195,361	2,377
<b>Total</b>	<b>(16,658,903)</b>	<b>(130,220)</b>	<b>(1,164,259)</b>	<b>157,830</b>

NOTE 16 – INCOME AND EXPENSES FROM INVESTING ACTIVITIES

Income from investing activities

	1 January- 30 September 2021	1 January- 30 September 2020	1 July- 30 September 2021	1 July - 30 September 2020
Revaluation (*)	648,691,657	11,211,502	(75,947)	214,709
<b>Total</b>	<b>648,691,657</b>	<b>11,211,502</b>	<b>(75,947)</b>	<b>214,709</b>

(\*) As of 30 September 2021 "Margün Enerji" which subsidiary of Esenboğa after purchasing of seven Companies written down value was determined as 1,082,674,690 TL and the differences between transfer fee of related companies 429,154,900 TL is 653,519,790 TL accounted for as profit under negative goodwill and sales process of Ats A.Ş., Ekonova A.Ş., Zelkova A.Ş., Elmalı A.Ş., Çayören A.Ş., Göksu 7 A.Ş., Ergün A.Ş. are completed.

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**NOTE 17 - INCOME AND EXPENSES FROM FINANCING ACTIVITIES**

Income from financing activities

	<b>1 January- 30 September 2021</b>	<b>1 January- 30 September 2020</b>	<b>1 July- 30 September 2021</b>	<b>1 July - 30 September 2020</b>
Time deposits interest income	5,516,236	1,973,612	3,405,879	1,651,923
Interest income/(expense) from related parties,net off	23,060,723	-	59,149,431	-
Foreign exchange incomes/(losses) from financial borrowings,net off	(81,002,061)	(57,494,247)	12,165,591	(31,750,605)
Borrowing income/(expenses),net off	(61,691,132)	(12,192,271)	(33,096,993)	3,437,773
Guarantee letter commission expenses	(356,216)	-	(42,005)	-
Bank commission expenses	(176,997)	(29,428)	935,866	(29,428)
Other	(7,105)	-	(4,298)	-
<b>Total</b>	<b>(114,656,552)</b>	<b>(67,742,334)</b>	<b>42,513,471</b>	<b>(26,690,337)</b>

**NOTE 18 - TAX ASSETS AND LIABILITIES**

Current tax liabilities

	<b>30 September 2021</b>	<b>31 December 2020</b>
<u>Balance Sheet</u>		
Current corporation tax liabilities	-	-
Less: Prepaid taxes and fund (-)	(201,833)	-
<b>Tax provision in the balance sheet</b>	<b>(201,833)</b>	<b>-</b>

Deferred tax income

<b>Tax income/ (expense)</b>	<b>1 January- 30 September 2021</b>	<b>1 January- 30 September 2020</b>
Current corporation tax liabilities	-	-
Deffered tax income/ (expense)	152,636	1,766,316
	<b>152,636</b>	<b>1,766,316</b>

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**NOTE 18 - TAX ASSETS AND LIABILITIES (CONT'D)**

*Corporate Tax*

The Turkish entities within the Group are subject to Turkish corporate taxes. Foreign entities are subject to taxation in accordance with the tax procedures and tax legislations effective in the countries in which they operate. Provision is made in the accompanying combined financial statements for the estimated charge based on the Group's results for the period.

Corporate tax is applied on taxable corporate income, which is calculated from the statutory accounting profit by adding back non-deductible expenses, and by deducting dividends received from resident companies, other exempt income and investment incentives utilized.

The effective rate of tax in Turkey in 30 September 2021 is 25%.

*Deferred tax*

The Group recognizes deferred tax assets and liabilities based upon temporary differences arising between its financial statements as reported for TFRS purposes and its statutory tax financial statements. These differences usually result in the recognition of revenue and expenses in different reporting periods for TFRS and tax purposes and they are given below.

Companies calculate a temporary tax of 20% (25% for the tax period of 2021 and 23% for the tax period of 2022) on their quarterly financial profits and declare it until the 17th day of the second month after that period and pay it until the evening of the seventeenth day. But since the increase in the corporate tax rate made by law 7316 enters into force starting from July 1, 2021, the declarations that must be issued from 2021 1. the temporary tax rate will be based on 20% for earnings received during the temporary taxation period. The temporary tax paid during the year belongs to that year and is deducted from the corporate tax that will be calculated on the corporate tax return that will be issued in the following year. If the temporary tax amount paid despite the deduction remains, this amount can be refunded in cash or deducted.

For calculation of deferred tax asset and liabilities, the rate of 25% (2020: 22%) is used for companies domiciled in Turkey.



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**NOTE 18 - TAX ASSETS AND LIABILITIES (CONT'D)**

As of 30 September 2021 and 31 December 2020, the cumulative temporary differences and the deferred tax assets/ (liabilities) prepares using the applicable tax rates are as follows:

	Cumulative Temporary Difference		Deferred Tax Asset/ (Liability)	
	2021/3	2020	2021/3	2020
Unearned interest expenses	-	(50,650)	-	7,182
Negative goodwill	654,196,576	-	(32,709,829)	-
Subsidiaries adjustment	(66,413,741)	-	3,320,687	-
Company combinations goodwill adjustment	(116,264,989)	-	23,252,998	-
Write off expense	-	(776,764)	-	153,845
Tangible and intangible fixed asset depreciation adjustment	40,076,905	78,346,779	(7,513,177)	(15,669,356)
Tangible and intangible fixed asset adjustment	(176,102,748)	(256,759,876)	35,220,761	51,351,975
Unused vacation provision	(102,717)	19,118	20,543	3,824
Revaluation of tangible assets	1,142,206,604	921,399,255	(62,591,500)	(181,855,244)
Interest expense	6,341,544	-	(1,268,309)	-
Severance pay provision	(54,657)	43,474	12,571	8,695
Expenses accruals	(13,191,149)	5,045	2,638,230	(1,009)
Financial harm	52,181,271	52,266,380	10,436,254	10,453,276
Cash flow hedges	(39,001,012)	-	8,017,115	-
Currency adjustments	209,659	-	(41,932)	-
Income accruals	15,564,341	-	(3,112,868)	-
<b>Deferred tax (liability)-net</b>			<b>(24,318,456)</b>	<b>(135,546,812)</b>

(\*) Lands and plots included under tangible fixed asset items are included in the subparagraph (e) of the first paragraph of Article 5 of the Corporate Tax Law No. 5520 regulating exceptions; 75% of the earnings arising from the sale of founding shares, usufruct shares and pre-emptive rights and 50% of the gains arising from the sale of immovables in their assets for at least two full years that this exception will be applied in the period of sale and that the part of the sales earning benefiting from the exception must be kept in a special fund account until the end of the fifth year following the year in which the sale is made and the sales price must be collected until the end of the second calendar year following the year of sale Taxes that are not accrued on time due to the exception corresponding to the sales price will be deemed to have been lost, the same increase due to the exemption applied to the part of the exempted income transferred to another account in any way other than adding to the capital or withdrawn from the business within five years. It has been stipulated that taxes that are not accrued immediately will be deemed to have been lost, and that the gains obtained from the sale of the values they hold for this purpose by institutions dealing with the trade and leasing of securities or immovables are excluded from the scope of exemption.

The exemption to be applied by corporate taxpayers on capital gains obtained from the sales of their real estates held for at least two years was reduced from 75% to 50% with the regulation published in the Official Gazette dated 5 December 2017. Accordingly, the corporate tax and deferred tax calculations calculated for the earnings from the sale of immovable properties will be calculated as 20% of the remaining 50%.

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**NOTE 19 - EARNINGS PER SHARE**

Profit or loss per share disclosed in the Income Statement are determined by dividing net profit / loss by the weighted average number of shares available during the related period.

Companies can increase their share capital by distributing shares in proportion to their accumulated profits to existing shareholders ("bonus shares"). When calculating earnings per share, this bonus share issuance is counted as issued shares. Therefore, the weighted average number of shares used in the calculation of earnings per share is calculated by applying the free-of-charge issuance of shares retrospectively. Earnings per share are calculated by dividing net profit by the weighted average number of ordinary shares issued by the shareholders. The nominal value of a share of the company is TL 1.

	<b>1 January - 30 September 2021</b>	<b>1 January - 30 September 2020</b>
Net profit	695,532,753	9,028,900
Number of shares	64,000,000	40,000,000
<b>Earnings per share (TL)</b>	<b>10.87</b>	<b>0.23</b>

**NOTE 20 - THE NATURE AND LEVEL RISKS ARISING FROM FINANCIAL INSTRUMENTS**

Foreign currency risk management

The Group undertakes certain transactions denominated in foreign currencies and thereby exposes itself to exchange rate fluctuations.

The carrying amount of the Group foreign currency denominated monetary assets and monetary liabilities at the reporting date are as follows:

	<b>30 September 2021</b>	<b>31 December 2020</b>
Foreign currency assets	1,906,878	21,214
Foreign currency liabilities	(874,479,994)	(390,811,492)
<b>Net foreign currency position</b>	<b>(872,573,116)</b>	<b>(390,790,278)</b>

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**NOTE 20 - THE NATURE AND LEVEL RISKS ARISING FROM FINANCIAL INSTRUMENTS  
(CONT'D)**

Foreign currency risk management (cont'd)

<b>30 September 2021</b>	<b>USD</b>	<b>EUR</b>	<b>TL Equivalent</b>
1. Trade receivables	-	-	-
2a. Monetary financial assets, (cash and banks account included)	1,002	184,390	1,906,878
2b. Non monetary financial assets	-	-	-
3. Other	-	-	-
4. Current assets (1+2+3)	<b>1,002</b>	<b>184,390</b>	<b>1,906,878</b>
5. Trade receivables	-	-	-
6a. Monetary financial assets	-	-	-
6b. Non monetary financial assets	-	-	-
7. Other	-	-	-
8. Non-current assets (5+6+7)	-	-	-
9. Total assets (4+8)	<b>1,002</b>	<b>184,390</b>	<b>1,906,878</b>
10. Trade payables	-	-	-
11. Financial liabilities	(3,345,444)	(15,223,791)	(186,405,570)
12a. Other monetary liabilities	-	-	-
12b. Other non monetary liabilities	-	-	-
13. Current liabilities (10+11+12)	<b>(3,345,444)</b>	<b>(15,223,791)</b>	<b>(186,405,570)</b>
14. Trade payables	-	-	-
15. Financial liabilities	(8,043,492)	(59,908,900)	(688,074,425)
16a. Other monetary liabilities	-	-	-
16b. Other non monetary liabilities	-	-	-
17. Non-current liabilities (14+15+16)	<b>(8,043,492)</b>	<b>(59,908,900)</b>	<b>(688,074,425)</b>
18. Total liabilities (13+17)	<b>(11,388,936)</b>	<b>(75,132,691)</b>	<b>(874,479,994)</b>
19. Net assets of off balance sheet derivative items (liability) position (19a - 19b)	915,754	2,999,086	39,001,012
19a. Total amount of assets hedged	-	-	-
19b. Total amount of liabilities hedged	915,754	2,999,086	39,001,012
20. Net foreign assets / (liability) position (9-18+19)	<b>(10,472,181)</b>	<b>(71,949,214)</b>	<b>(833,572,105)</b>
21. Net foreign currency asset / (liability) position (=1+2a+5+6a-10-11-12a-14-15-16a)	<b>(11,387,934)</b>	<b>(74,948,301)</b>	<b>(872,573,116)</b>

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**NOTE 20 - THE NATURE AND LEVEL RISKS ARISING FROM FINANCIAL INSTRUMENTS  
(CONT'D)**

Foreign currency risk management (cont'd)

<b>31 December 2020</b>	<b>USD</b>	<b>EUR</b>	<b>TL Equivalent</b>
1. Trade receivables	-	-	-
2a. Monetary financial assets, (cash and banks account included)	1,205	1,373	21,214
2b. Non monetary financial assets	-	-	-
3. Other	-	-	-
4. Current assets (1+2+3)	<b>1,205</b>	<b>1,373</b>	<b>21,214</b>
5. Trade receivables	-	-	-
6a. Monetary financial assets	-	-	-
6b. Non monetary financial assets	-	-	-
7. Other	-	-	-
8. Non-current assets (5+6+7)	-	-	-
9. Total assets (4+8)	<b>1,205</b>	<b>1,373</b>	<b>21,214</b>
10. Trade payables	-	-	-
11. Financial liabilities	(5,376,447)	(4,620,583)	(81,087,560)
12a. Other monetary liabilities	-	-	-
12b. Other non monetary liabilities	-	-	-
13. Current liabilities (10+11+12)	<b>(5,376,447)</b>	<b>(4,620,583)</b>	<b>(81,087,560)</b>
14. Trade payables	-	-	-
15. Financial liabilities	(15,868,676)	(21,452,272)	(309,723,932)
16a. Other monetary liabilities	-	-	-
16b. Other non monetary liabilities	-	-	-
17. Non-current liabilities (14+15+16)	<b>(15,868,676)</b>	<b>(21,452,272)</b>	<b>(309,723,932)</b>
18. Total liabilities (13+17)	<b>(21,245,123)</b>	<b>(26,072,855)</b>	<b>(390,811,492)</b>
19. Net assets of off balance sheet derivative items (liability) position (19a - 19b)	-	-	-
19a. Total amount of assets hedged	-	-	-
19b. Total amount of liabilities hedged	-	-	-
20. Net foreign assets / (liability) position (9-18+19)	(21,243,917)	(26,071,482)	(390,790,278)

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**NOTE 20 - THE NATURE AND LEVEL RISKS ARISING FROM FINANCIAL INSTRUMENTS (CONT'D)**

The Company is exposed to foreign exchange risk arising from USD and EUR.

The following table details the Group's sensitivity to a 20% increase and decrease in the TL against USD and EUR. 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 indicates an increase in profit or loss where the TL strengthens against the relevant currency.

Exchange Rate Sensitivity Analysis Table		
30 September 2021		
	Profit / (Loss)	
	Appreciation of foreign currency	Appreciation of foreign currency
<b>Appreciation of USD against TL by 20%</b>		
1- USD denominated net assets/liabilities	(18,595,451)	18,595,451
2- USD hedged portion (-)	-	-
3- Net effect of USD	(18,595,451)	18,595,451
<b>Appreciation of EUR against TL by 20%</b>		
4- EUR denominated net assets/liabilities	(148,118,970)	148,118,970
5- EUR hedged portion (-)	-	-
6- Net effect of EUR	(148,118,970)	148,118,970
<b>Total</b>	<b>(166,714,421)</b>	<b>166,714,421</b>

Exchange Rate Sensitivity Analysis Table		
31 December 2020		
	Profit / (Loss)	
	Appreciation of foreign currency	Appreciation of foreign currency
<b>Appreciation of USD against TL by 20%</b>		
1- USD denominated net assets/liabilities	(31,188,195)	31,188,195
2- USD hedged portion (-)	-	-
3- Net effect of USD	(31,188,195)	31,188,195
<b>Appreciation of EUR against TL by 20%</b>		
4- EUR denominated net assets/liabilities	(46,969,860)	46,969,860
5- EUR hedged portion (-)	-	-
6- Net effect of EUR	(46,969,860)	46,969,860
<b>Total</b>	<b>(78,158,056)</b>	<b>78,158,056</b>

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**NOTE 21 - EVENTS AFTER REPORTING PERIOD**

The Group has entered into a more effective structuring process in order to facilitate its operational activities, reduce electricity generation costs, reduce power plant maintenance and operating expenses, and bring power plant management under the same administrative roof and again in this regard; Ekonova Enerji Üretim ve Ticaret A.Ş. ve Göksu7 Enerji Üretim Sanayi ve Ticaret Ltd. Şti. which are 100% subsidiaries of Margün Enerji Üretim Sanayi ve Ticaret A.Ş. and take over from Kinesis Enerji Yatırımları A.Ş. ve Hasan İnaloğlu with the contract signed on 12.03.2021, decided to merge these Companies under the title of “Troya Yenilenebilir Enerji Ticaret A.Ş.”.

Elmalı Des Enerji Üretim A.Ş., ATSGES Elektrik Üretim A.Ş. ve Zekova Elektrik Üretim A.Ş. which are 100% subsidiaries of Margün Enerji Üretim Sanayi ve Ticaret A.Ş. and take over from Kinesis Enerji Yatırımları A.Ş. ve Hasan İnaloğlu with the contract signed on 12.03.2021, decided to merge these Companies under the title of Bosphorus Yenilenebilir Enerji A.Ş.

At the same time, Ergün Enerji Üretim San. ve Tic. A.Ş. which is 100% subsidiaries of Margün Enerji Üretim Sanayi ve Ticaret A.Ş. decided to change of title as “Soleil Yenilenebilir Enerji Tic. A.Ş.”.

The necessary applications have been made to the trade registry as of 04.11.2021 for all the mergers and title changes listed above.