



**CONVENIENCE TRANSLATION INTO ENGLISH OF
INDEPENDENT AUDITOR'S REVIEW REPORT ON SEMI-ANNUAL REPORT
ORIGINALLY ISSUED IN TURKISH**

To the General Assembly of Türk Prysmian Kablo ve Sistemleri A.Ş.

We have been assigned to the review whether the financial information in the review report of Türk Prysmian Kablo ve Sistemleri A.Ş. (the "Company") and its subsidiaries (collectively referred as the "Group") prepared as at 30 June 2024 is consistent with the reviewed interim condensed consolidated financial information. Management is responsible for the preparation of the interim semi-annual report. Our responsibility is to express a conclusion on whether the financial information provided in the interim semi-annual report is consistent with the reviewed interim condensed consolidated financial information on which we have expressed our conclusion dated 27 September 2024.

We conducted our review in accordance with the Standard on Review Engagements ("SRE") 2410 "Review on Interim Financial Information Performed by the Independent Auditor of the Entity". Our review includes the assessment as to whether the financial information included in the interim semi-annual report is consistent with the reviewed interim condensed consolidated financial statements and other explanatory notes. A review is substantially less in scope than an audit conducted in accordance with Independent Auditing Standards, the objective of which is to express an opinion on the financial statements. Consequently, a review on the interim semi-annual financial information does not provide assurance that the audit firm will be aware of all significant matters which would have been identified in an audit. Accordingly, we do not express an audit opinion.

Based on our review, nothing has come to our attention that causes us to conclude that the accompanying financial information included in interim semi-annual report is not consistent, in all material respects, with the interim financial information and the information presented in the explanatory notes to interim condensed consolidated financial statements.

PwC Bağımsız Denetim ve
Serbest Muhasebeci Mali Müşavirlik A.Ş.

Özgür Beşikçioğlu, SMMM
Independent Auditor

Istanbul, 27 September 2024

**TÜRK PRYSMIAN KABLO VE SİSTEMLERİ A.Ş.
AND ITS SUBSIDIARIES**

1 JANUARY – 30 JUNE 2024

BOARD OF DIRECTORS

INTERIM PERIOD ACTIVITY REPORT

ISSUED PURSUANT TO THE COMMUNIQUE SERIAL: II NO. 14.1.

27.09.2024

**CONVENIENCE TRANSLATION INTO ENGLISH OF INDEPENDENT AUDITOR’S REVIEW
REPORT ON INTERIM SEMI-ANNUAL REPORT ORIGINALLY ISSUED IN TURKISH**

To the General Assembly of Türk Prysmian Kablo ve Sistemleri A.Ş.

1- GENERAL INFORMATION

Türk Prysmian Kablo ve Sistemleri A.Ş. is the Turkish operation of Prysmian Group, worldwide leading company in energy and telecommunication cables’ industry with its approximately 30.000 employees and 108 factories in 50 countries following the merge realized globally with GeneralCable.

The company stands out in Prysmian Group as one of the 16 plants that can simultaneously produce energy and telecom cables with Prysmian and Draka brands. Wide product range of Türk Prysmian includes all energy cables up to 220 kV, copper conductor communication cables up to 3.600 pairs, optical fiber cables, railway signalization cables, studio broadcast cables and special cables. Today Mudanya factory can produce over 22.000 different cables. Furthermore, Türk Prysmian delivers “turn key” projects for cables and systems providing each one customer tailored and premium services. The installed capacity of Türk Prysmian is also at a level to compete in the international markets.

Capacity utilization rate of Türk Prysmian reached 74% in 2023, and it continues to be a privileged export center within the Prysmian Group, exporting approximately 27% of its 6.504.560.325 TRY turnover in first half period of 2024. Türk Prysmian continues to be the leader of the market in the field of innovation, technology, quality and customer satisfaction both in Türkiye and abroad. With a wide geographical coverage, the company exports to more than 50 countries today, particularly Turkic Republics and Middle East countries.

Prysmian Group has 26 R&D centers worldwide and one in Türk Prysmian’s Mudanya factory. Material Technologies Laboratory in the Mudanya R&D center is registered by Turkish Accreditation Agency (TÜRKAK) with accreditation certificate TS EN ISO/IEC 17025 “General Requirements For The Competence of Testing and Calibration Laboratories”. The certificate granted by TÜRKAK is a certification that the results of ‘fire tests’ conducted in Türk Prysmian’s laboratory are reliable and internationally valid.

Türk Prysmian Kablo ve Sistemleri A.Ş., listed on the Borsa Istanbul strives for improving the efficiency of its products and services not only in Türkiye, but also in global markets, and ISO/DQS 9001, and ISO 14000 certifications granted for the first time in this sector is a further proof of how much the company cares for people and environment.

Fiscal Period of the Report:

This report has been issued for the period 01.01.2024-30.06.2024.

Company Trade Registry Number and Contact Info:

Head Office Address: Ömerbey Mah. Bursa Asfaltı Cad. No:51 Mudanya / BURSA

Tel: +90 224 270 3000 **Fax :** +90 224 270 3024

Branch Address: Fulya Mah. Büyükdere Cad. Torun Center D Blok No: 74d İç Kapı No: 21 Şişli / İstanbul

Tel: +90 212 393 7700 **Fax:** +90 212 393 7762

Trade Registry Number: M0153/Bursa Merkez

Mersis No: 086005137400023

Web site : www.prysmian.com.tr

the Company's subsidiaries are detailed below:

Subsidiaries	Types of activities	Main fields of activity
Turkish Prysmian-Prysmian Powerlink DB.KAB.19 Business Ordinary Partnership	Sales	Sale of Power Cables

2- BUSINESS SECTOR, VISION AND MISSION

Prysmian Group is the world leader in the field of energy cables and systems as well as communication cables and systems. We are a multinational company that has been growing for more than a century in the sectors specialized in throughout the world and deeply rooted in all local markets.

Our vision is, while keeping inside alive the workforce which will help us to exhibit a creative and superior performance with our outstanding and innovative role, having an organizational structure that gives importance to openness and social responsibility, carrying on long term partnerships by providing customer satisfaction continuously, creating constant value for our shareholders and dedicating ourselves to improve the community's conditions, to be the industry leader in Turkiye and in international platforms as a member of Prysmian Group. Our mission is to add value to our shareholders and to the sector by providing innovative, technologically

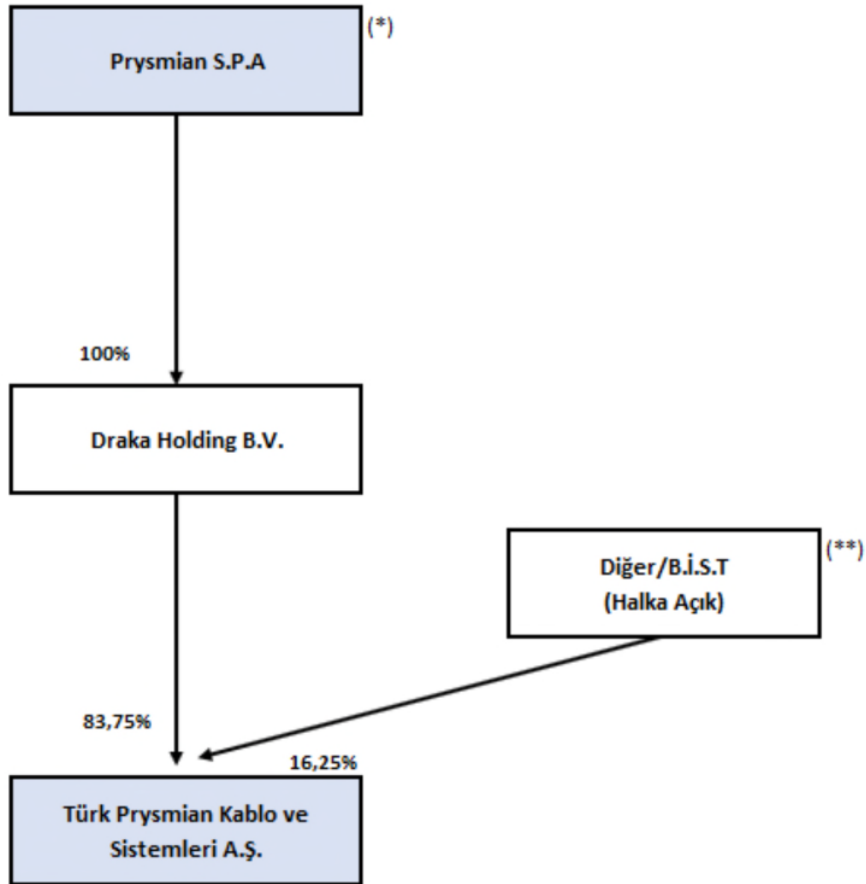
advanced, high quality and safe products and services to our clients, business partners and the society in general, meeting all applicable standards.

3- CAPITAL AND SHAREHOLDER STRUCTURE

Capital Structure of the Company as of 30.06.2024 is as follows:

Partners	%	TL
Draka Holding B.V.	83.75	181,506,654
Other*	16.25	35,226,998
Nominal capital	100.00	216,733,652

We do not issue privileged shares. Shares carry one vote per share.



Final Shareholder Structure as of 30.06.2024

4- BOARD OF DIRECTORS AND COMMITTEES, COMMITTEE MEMBERS AND ORGANIZATIONAL STRUCTURE

Members of the Board of Directors as of 30.06.2024 are as follows.

Yönetim Kurulu

Chairman	Halil İbrahim KONGUR
Vice Chairman	Sarah Lynn SNYDER
Board Member	Marcelo De PAOLA
Board Member	Maria Cristina BIFULCO
Board Member	Giacomo SOFIA
Independent Board Member	Mine AYHAN
Independent Board Member	Ebgü Senem DEMİRKAN
Independent Board Member	Mehmet GÖÇMEN

Committees formed as per the provisions of Communiqué on Corporate Governance (Serial: II, No: 17.1) published by Capital Market Board are stated below.

Audit Committee

Chairman	Mehmet GÖÇMEN
Committee Member	Ebgü Senem DEMİRKAN
Committee Member	Mine AYHAN

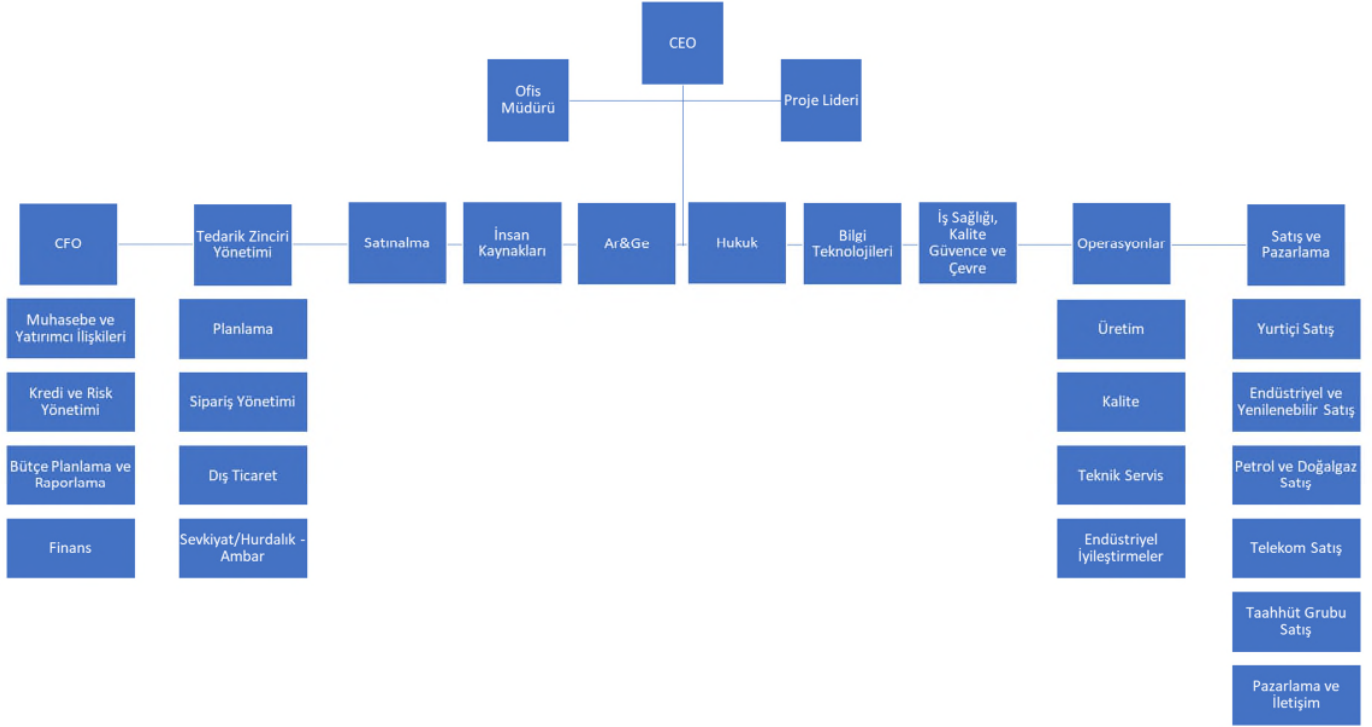
Early Detection of Risk and Risk management Committee

Chairman	Mine AYHAN
Committee Member	Ebgü Senem DEMİRKAN
Committee Member	Mehmet GÖÇMEN

Corporate Governance Committee

Chairman	Ebgü Senem DEMİRKAN
Committee Member	Mine AYHAN
Committee Member	Ayşe Çiğdem Çelikkilek *

Organization Structure



5- TOP LEVEL MANAGEMENT AND COMPANY MANAGEMENT

COMPANY MANAGEMENT:	
Halil İbrahim Kongur	Board Chairman
Sarah Lynn Snyder	Board Vice Chairman & Financial Affairs Director
Marcelo de Paola	Board Member
Maria Cristina Bifulco	Board Member
Giacomo Sofia	Board Member
Mine Ayhan	Independent Board Member
Ebgü Senem Demirkan	Independent Board Member
Mehmet Göçmen	Independent Board Member
Sarah Lynn Snyder	Financial Affairs Director
İbrahim Etem Bakaç	Domestic Sales Director
I. Bertan Bilgin	Factory Director
Ufuk Colak	Oil & Gas Sales Director
Francesco Caputo	Human Resources Director
Berk Yengin	Utilities and Contracting Sales Director
Gamze Keçeci	Purchasing Director
Mert Erden	Industrial and Renewables Director
Tamer Yavuztürk	Marketing and Business Intelligence Director
Cansu Yitmen	Legal Affairs Director
İdris Çolakgil	Information Technologies Director
Meltem Gençarslan	Accounting Manager
Erdoğan Yüksel	R&D Director
Nedim Yıldız	Quality Manager
Pınar Taşçı	Telecom Sales Director

6- SECTORAL EVALUATION AND INFORMATION ON COMPANY ACTIVITIES

Global trade in goods and services, which remained horizontal due to the tightening measures implemented by central banks in order to prevent the increasing global inflation as a result of the monetary expansion experienced during the epidemic period, cannot show an increasing trend due to the recent increasing geopolitical developments and weakening global demand.

While global trade remains horizontal; The economy of Turkiye 5.1% growth in 2023 despite the major earthquake disaster, regional risks and high inflation. While the measures taken within the scope of combating high inflation during this difficult period caused a slowdown in the economy and a contraction in domestic demand, the increasing regional tension caused new risks in export markets and increased uncertainty for both the Turkish economy and the cable industry.

Although the construction sector was mobilized due to the urban transformation and reconstruction processes that accelerated after the earthquake, the increase in interest rates within the scope of the fight against inflation in the same period made financial conditions and access to credit difficult, negatively affecting housing sales and causing the downward trend in sales to continue.

The lack of demand in the domestic market, which started in the second half of 2023, has led to increased competition in the cable industry. Fluctuation in prices, extension of maturities and delay in payments due to increasing competition have led the cable sector to export. This trend in the domestic market is expected to increase in 2024, and therefore the pressure on prices will continue. Cable sector exports have remained stable for the last two years at the level of 3 billion dollars, which is an important value for the Turkish economy. However, factors such as developments in export markets and embargo practices resulting from high regional geopolitical tension affect the export performance of companies. On the other hand, the fact that banks' tightening of loans in financial markets and their appetite for lending has decreased significantly, and the loans available in limited quantities are at very high rates and these rates cannot meet the operating profitability of the sector companies that already operate with very low profit margins, reveal a different unhealthy structure.

In addition to the uncertainty regarding the upcoming period, fluctuations in raw material, energy and logistics costs create serious pressure on the cable industry, which imports its raw materials. Due to the fact that metals such as copper, aluminum, and polymer materials such as PVC and polyethylene, which are among the main raw materials used in cable production, are traded in foreign currency, the fluctuation in exchange rates causes manufacturers to re-price pricing with each change. Therefore, it causes the contractor, distributor, project company and end users to re-work the budget each time. In a situation where most of the costs are in foreign currency and sales are in Turkish lira and deferred, such fluctuations negatively affect the sector.

Despite the stagnation in the world and in Türkiye, the use of renewable energy resources in Türkiye continues to increase day by day and therefore Türkiye has become one of the important actors in the region in terms of energy, which also positively supports the development of the cable industry. While green economy, energy transformation and carbon reduction targets take their place in our lives as the most important issues on the agenda in business life; Companies in the sector that invest in new environmentally friendly products and systems, have a sense of responsibility towards the universe, focus on renewable energy projects that will benefit both the world and the industry, have a sustainability perspective, can develop commercial policies for climate change and focus on sustainability in all their work, are aware of global developments. will be the companies that are least affected and serve the sector in the longer term.

Cables such as not endangering human life and property safety, improved performance against fire, and designed to transmit more data faster and in less space are sought in cables. Our country's leading cable manufacturers, producer associations and relevant official institutions and organizations have started a serious fight against non-standard cables. In order to live in a safer and more efficient world; Information activities are continuing to choose high-performance solutions that will bring advantage in total cost, to raise awareness in the sector about the use of correct cables, to carry out market surveillance and audit activities to ensure that the cables used in the market comply with the standards, and to raise awareness about the inconsistencies in the quality of some cables sold in Türkiye.

R&D Activities

Türk Prysmian Kablo aims to increase its competitive power in the energy and telecommunication cables industry, offering users of cutting edge technologies the opportunity to take the advantage of its leadership in innovation and development, and is working on efficient, effective, superior and eco-friendly products and system solutions. The Research & Development (R&D) Centre in Mudanya is an R&D Center approved by the R.T. Ministry of Industry and Technology and one of 26 R&D centers of the Prysmian Group that play a leading role in cable production and material technologies internationally. With its extensive laboratory infrastructure and research and development activities, Mudanya R&D Centre is also a pioneer in Turkish cable manufacturing.

Established on an area of 5 thousand square meters and comprised of 6 separate departments, the R&D Centre encompasses a Material Technologies Laboratory, a Burn Test Laboratory, an Energy Cable Testing Laboratory, a Telecom and Fiber Cables Testing Laboratory as well as a Design and Innovation Office and a Process Design and Prototype Development Office. The R&D Centre holds the TS EN ISO /IEC 17025 Standard "General Requirements for the Competence of Testing and Calibration Laboratories", and the Private Sector Burn Test Laboratory has been the first lab accredited by the Turkish Accreditation Agency (TURKAK) in Turkey to possess the infrastructure prescribed by "CRP - Construction Products Regulation".

The first company in the Turkish Cable Industry to acquire the CPR certificate thanks to its research and product

development activities and the pioneer of the sector with its expertise in this field, Türk Prysmian Kablo continuously adapts its products to the requirements of CPR. We developed top quality CPR compliant cables to meet the increasing CPR demand in the railway sector. There is a demand for B and C CPR class, high fire performance cables for use in new generation power stations and modern substations standing out with renewable energy production. The use of cables with high CPR performance is becoming more common in petrochemical plants as well. We have developed new CPR series under control, instrumentation and power cable groups to meet this demand, and the certification processes have been completed and thus we managed to access new import markets.

Studies on developing PVC material development as an alternative to low smoke, halogen-free LSOH material solutions have been completed to meet the demands of customers in diverse markets. Research and product development activities carried out to export our cables to broad markets such as United States, Europe, Asia and Australia, yielded launch of new product groups. Collaboration is made with R&D implementing common projects in optical fiber solutions and we continue our efforts to develop innovative products.

Carbon footprint calculations were performed as part of sustainability studies, contributing to the development of the first sustainability report in the sector. LCA activities were carried out to evaluate environmental impact of our factory. By investing in energy-efficient machines, total energy consumption has been reduced.

Through its Mudanya R&D Center, Turk Prysmian Kablo invests in technology and innovation, promoting technological innovations and products with superior performance to users with the objective of improving competitive power of our country. In line with this vision, since 2016 the company has been carrying out activities in the first R&D Center of the cable sector certified by R.T. Ministry of Science, Industry and Technology. In addition to innovation and product development studies, Türk Prysmian Kablo, which has 7 completed Tübitak Projects and 11 patents, also participated as a speaker in 2 international seminars in 2023. Close cooperation with universities continues to increase. In this context, our R&D personnel continue their master's and doctorate education. Within the scope of the R&D center, we have 10 projects completed as of 2023 and 9 ongoing projects as of 2024.

The R&D Centre of Türk Prysmian Kablo continues to produce high-performing innovative solutions giving priority to efficiency and safety. For energy, fiber and communication cables, innovative, competitive, state-of-the-art, user-friendly and high performing solutions are developed for various geographical, environmental and usage conditions all around the world, taking account of the needs of users and industries. These solutions include, amongst others, railway signaling cables, low voltage and fiber optic cables for the petro chemistry industry, minitube fiber optic cables, defense industry and railway car cables, fire-resistant railway - fiber optic cables, and custom cables for the petro chemistry sector. Moreover, the number of national and international

tests that have been included in the scope of accreditation by Turkish Accreditation Agency (TURKAK) has risen to 29, which is an outcome of the importance accorded by Türk Prysmian Kablo to product and test reliability.

7- ECONOMIC EXPECTATIONS

2024 – 2st Quarter Realization

The Turkish economy recorded GDP growth of 2.5% in the second quarter of 2024 due to the tight monetary policy implemented after the policy rate reached 50% in the quarter of the year as part of the disinflation process. Following the 10.3% contraction in the second quarter of 2020, when the pandemic hit, this was the lowest growth performance of the Turkish economy, which has been growing uninterruptedly for 16 quarters. In the second quarter, the services sector (including construction) grew by 2.5 percent and the agricultural sector by 3.7 percent, while the industrial sector contracted by 1.8 percent. Seasonally and calendar adjusted GDP grew by 0.1 percent in the second quarter of the year.

In the second quarter of 2024, Gross Domestic Product estimate by the production method increased by 78.6% yoy at current prices to 9 trillion 949 billion 792 million TL. The second quarter value of GDP was realized as 308 billion 158 million in USD terms at current prices.

In June 2024, the change in CPI was realized as 1.64% compared to the previous month, 24.73% compared to December of the previous year, 71.60% compared to the same month of the previous year and 65.07% according to the twelve-month averages. Thus, headline inflation, which had increased in the previous 7 months, decreased in June. Monthly core inflation was realized at the lowest level in 33 months. Annual core inflation declined significantly from 75.0% to 71.4% and annual PPI inflation from 57.7% to 50.1%. According to headline CPI, prices increased by 24.7% in the first half of the year. The main group with the lowest year-on-year increase was clothing and footwear with 47.84%. On the other hand, the main group with the highest year-on-year increase was education with 107.11%.

As of the 2nd quarter, seasonally adjusted unemployment rate was realized as 9.2%. According to the results of the Household Labor Force Survey; In June 2024, the number of unemployed people aged 15 and over increased by 234 thousand people compared to the previous month and became 3 million 305 thousand people. Unemployment rate increased by 0.7 points to 9.2%. The unemployment rate was estimated as 7.6% for men and 12.4% for women. As of the end of June, the seasonally adjusted employment rate was 49.3%.

The Central Bank raised the policy rate by 500 basis points to 50% in March 2024. The monetary policy committee left the interest rate unchanged last quarter, emphasizing its determination to continue tightening the economy.

While global economies started to signal interest rate cuts, country growth rates started to increase above expectations. Among the G20 countries, Asian countries maintained their first place in growth. Accordingly, India showed the fastest growth among the 20 largest economies with 6.7 percent, followed by Indonesia and China, while GDP in the US increased by 3.0 percent annualized in the second quarter of the year. The market expectation in the US was that the economy would grow by 2.8 percent in the second quarter. In Europe, weaker growth was seen in several economies, including Germany. According to data from the Statistical Office of the European Union, the annual inflation rate in the Eurozone fell to 2.5% in June 2024, down from 2.6% in May. The annual inflation rate in the European Union fell to 2.6% in June 2024, down from 2.7% in May. A year ago, these rates were 5.5% for the Eurozone and 6.4% for the European Union.

Year 2024 Expectations-Predictions

During the 2nd quarter, the CBRT left the policy rate unchanged at 50% in line with market expectations, in addition, the MPC decision text emphasized that the tight stance will continue until the monthly inflation is permanently reduced and inflation expectations converge to the forecast range, and that domestic consumption will slow down and inflation has entered a downward trend. Although significant declines in inflation are expected especially in the 3rd quarter due to the base effect, it is anticipated that there will be some further slowdown in growth.

According to the estimates announced in the MTP, the growth forecast for 2024 was 3.5 percent. In the previous MTP, growth was projected at 4 percent. The growth forecast for 2025 was set at 4 percent, with a 0.5 percent decrease compared to the previous program.

In the MTP, Turkey's inflation rate for 2024, which was 33 percent, increased to 41.5 percent, while the CPI expectation for 2025, which was 15.2 percent, was increased to 17.5 percent. The 8.5 percent target for 2026 was raised to 9.7 percent, while the inflation target for 2027 was set at 7 percent. The current account deficit was reduced from 3.1 percent to 1.7 percent for 2024 and from 2.6 percent to 2 percent for 2025. The current account deficit forecast, which was reduced to 1.6 percent the following year, was set at 1.3 percent for 2027. The unemployment rate forecast was reduced to 9.6 percent in 2025, 9.2 percent in the following year and 8.8 percent in 2027.

According to the CBRT's latest market participants' survey, the current year-end exchange rate (USD/TL) expectation was 37.16 TRY, while the 12-month-ahead exchange rate expectation was 42.43 TRY. On the interest rate side, while the median expectation was that interest rate cuts would start in the last quarter, the recent announcements and the higher-than-expected inflation have led to the view that interest rate cuts may be delayed until 2025.

According to the Organization for Economic Cooperation and Development (OECD) Economic Outlook Report, the global growth forecast for 2024 was revised up to 3.2%, while the global growth forecast for 2025

was kept unchanged at 3.2%, as the disinflation process continues worldwide and in many economies, the improvement in real incomes and the expectation that less restrictive monetary policy will support demand. The US growth forecast for 2024 was kept unchanged at 2.6%, while that for 2025 was revised downwards by 0.2 percentage points to 1.6%. The Eurozone growth forecast for 2024 was kept unchanged at 0.7%, while the 2025 forecast was revised downwards by 0.2 percentage points to 1.3%. Growth forecasts for the Chinese economy for 2024 and 2025 were kept unchanged at 4.9% and 4.5%, respectively.

The report forecasts G20 headline inflation to fall from 6.1% in 2023 to 5.4% in 2024 and 3.3% in 2025. Global inflation is expected to fall to 4.6% in 2024 and cool to 3.5% in 2025.

Since the annual inflation rate in the US is very close to the Fed's ideal target of 2% per annum, it is almost certain that the Fed will start cutting interest rates in the 3rd quarter. The Fed's decision to cut interest rates is expected to have a significant impact on European markets and the euro by causing further easing of global liquidity. The ECB is expected to accelerate its rate cuts in the 3rd quarter due to recession concerns.

8- SUMMARIZED ACTIVITY RESULTS

CONDENSED BALANCE SHEET

	Limited Audit Completed June 30 2024	Independent Audit Completed 31st of December 2023
Rotating assets	6,208,704,570	6,119,003,204
fixed assets	841,544,418	1,141,818,441
Total assets	7,050,248,988	7,260,821,645
Short futures Obligations	5,922,399,078	5,744,956,102
LONG futures Obligations	169,319,395	189,076,138
Equity	958,530,515	1,326,789,405
Total resources	7,050,248,988	7,260,821,645

CONDENSED INCOME STATEMENT

	1 January- June 30 2024	1 January- June 30 2023
Revenues	6,504,560,325	7,930,621,142
Cost of sales (-)	(5,749,883,654)	(7,242,546,547)
Gross profit	754,676,671	688,074,595
Operating expenses	(1,310,760,680)	(799,854,389)
Main operating profit	(556,084,009)	(111,779,794)
Profit before financial income/(expense)	(553,147,503)	(109,691,198)
Income from investments	2.936.506	2.088.596
Financing income/(expense)	(71,937,822)	(224,821,760)
Monetary Gain/ (Loss)	151,815,676	105,811,498
Pre-tax profit	(473,269,649)	(228,701,460)
Tax income / (expense)	105,010,759	(47,564,173)
Period profit / (loss)	(368,258,890)	(276,265,633)

For the January 1 - June 30, 2024 operating period, our net loss for the period amounted to TL 368,258,890.

9- FINANCIAL RESOURCES OF THE BUSINESS

Funds from business operations are used as financial sources for the company.

Basic Ratios

	<u>June 30, 2024</u>	<u>December 31, 2023</u>
Current Ratio (Current Assets / Short futures Liabilities)	1.05	1.07
Total Liabilities / Total assets	0.86	0.82
Total Liabilities / Equity	6.36	4.47

	1 January- June 30 2024	1 January- June 30 2023
Gross Profit/Net Sales	11.60%	8.68%
Activity Profit /Net Sales	-8.55%	-1.41%

10- EXPECTATIONS FOR THE NEXT QUARTER

Turkey's macroeconomic environment shows that the construction sector is showing signs of recovery, the domestic market is becoming increasingly competitive and the renewable energy sector is on the rise.

In addition, the Central Bank is still cautious in its fiscal policy, and the high exchange rate and rising interest rates have led to higher financial costs.

11- PROFIT DISTRIBUTION POLICY

There is no privilege to participate in the Company's profit, and the Dividend Policy is as follows, as determined at the General Assembly Meeting dated March 28, 2024;

Within the framework of the Turkish Commercial Code, Capital Markets Legislation, Tax Legislation and other legislation and the provisions of our Articles of Association regarding dividend distribution; dividend distribution decision is made to the extent permitted by the company's investment / financing needs and forward-looking expectations including market projections. In dividend distribution, the balance between the interests of the shareholders and the Company is consistently observed.

The method and time of distribution of the profit decided to be distributed shall be decided by the General Assembly upon the proposal of the Board of Directors in accordance with the Capital Markets legislation. Dividends are distributed equally to all existing shares as of the date of distribution, regardless of their issue and acquisition dates.

No real person has a privileged share in the distributable profit of the Company.

12- CORPORATE GOVERNANCE COMPLIANCE REPORT

Having more than 50 years of history in Turkey, As Türk Prysmian Kablo ve Sistemleri A.Ş. is one of the leading and most experienced companies in its sector.

As from its establishment, together with its Board of Directors and Executive Management, it has adopted the corporate structure and governance principles in its relations with the Company's shareholders, and relevant stakeholders. The company is committed to shape its structure and management style in accordance with guidelines specified in Corporate Governance Principles of Capital Market Board. Moreover, since Türk Prysmian Kablo ve Sistemleri A.Ş. is operating under the roof of the Prysmian Group, which has a worldwide network system and business operations, Türk Prysmian is also subject to the corporate governance principles of the Prysmian Group.

The Company, at all times, carries out business in consciousness of its social responsibilities as regards to relations with the public, customers and suppliers and by adhering to ethical values of the business world, and aims to enhance its studies and activities in this respect.

Türk Prysmian Kablo, the leading company of the cable sector, which has been making contributions to Turkish capital markets and the Turkish economy, has been the 23rd company in 2009 to be included in the prestigious Corporate Governance Index of Borsa İstanbul A.Ş. ("Borsa İstanbul"), which reflects the company's corporate value, as the result of rating research that was executed by SAHA Corporate Governance and Credit Rating Services Inc. (www.saharating.com) as per the Corporate Governance Principles of Capital Markets Board (CMB), by receiving a Governance Management rating of 7.76 out of 10 (77.58%).

Borsa Istanbul Corporate Management note		
Main sections	Weight	Note(%)
Shareholders	25%	95.95%
Public opinion Lighting And Transparency	25%	98.41%
Benefit Owners	15%	98.14%
Management board	35%	92.03%
Total	one hundred%	95.52%

In 2023, according to the result of rating research that was executed by SAHA Corporate Governance and Credit Rating Services Inc., conducting corporate governance rating researches in Turkey as per the license granted by the Capital Market Board (CMB), related to "Shareholders, Informing the Public and Transparency, Beneficiaries and Board Committee" according to the communiqué regarding amendment of the communiqué (Serial: IV No: 63) on Establishment and Application of Corporate Governance Principles published by the Capital Market Board in Official Gazette no. 28567 dated 22.02.2013, the company received a Governance Management rating of 9.55 out of 10 (95.52%), completely fulfilling the requirements once again and remaining under qualified companies.

The rating research was conducted according to the methodology modified and new regulations put into practice by CMB. In the past the grade that was given for meeting mandatory corporate governance principles was 100 points but the new methodology restricts this to 85 points. Those who also make improvements besides fulfilling the mandatory principles receive a rating higher than 85. Enjoying the privilege of being one of the qualified companies, Türk Prysmian Kablo Sistemleri A.Ş. has continued to improve its rating since 2009 by receiving a higher note of 95.52.

You can view the full Corporate Governance Report in our web site (www.prysmian.com.tr) under the category

of "Investor Relations" and "Corporate Governance" tab.

In the operating cycle ending as of December 31, 2023, the Company complied with the Corporate Governance Principles published by the Capital Market Board and conducted its activities by adopting these principles with the exception of the following;

- Representation of Minority Shares in the Board of Directors,
- Management of Cumulative Voting Rights

The particulars and grounds of non-compliance are clarified in the relevant sections of the report.

13- CAPITAL INCREASE, AMENDMENT OF ARTICLES OF ASSOCIATION AND DIVIDEND DISTRIBUTIONS MADE WITHIN THE PERIOD

Ordinary General Assembly meeting dated 28.03.2024 for the 2023 fiscal period is listed below.

Profit Distribution Offer

As a result of the examination and evaluation made by taking into consideration the provisions of the Turkish Commercial Code, Capital Markets Law, Capital Markets Board Regulations/Decisions/Guidelines, Corporate Tax, Income Tax, Tax Procedure Law and other relevant legislation, the relevant provisions of our Company's Articles of Association and the "Dividend Distribution Policy" disclosed to the public;

For the accounting period January 1, 2023 - December 31, 2023, according to the independently audited financial statements dated December 31, 2023, prepared in accordance with the Communiqué on Principles Regarding Financial Reporting in Capital Markets numbered I-14.1 and audited by independent auditors, a "Net Period Loss" of TL 86,861,035 and according to the legal records kept in accordance with the Tax Procedure Law, a "Net Period Loss" of TL 433,140,978 has been determined. For this reason, it was unanimously resolved with 181,555,196.342 votes in favor and 181,555,196.342 votes against 207,593.41 votes against to not distribute dividend and to transfer the loss to retained earnings account.

14- RISK MANAGEMENT AND INTERNAL AUDIT MECHANISM

In order to ensure effective conduct of risk management, Risk Management Division has been put into operation as of 2002. This division developed processes and implemented projects for effective risk management applicable within the Company and Prysmian Cables and Systems Group. The purpose here is to effectively monitor the risks through daily reports in order to collect receivables in a timely manner.

The internal audit system of the Company is organized in such a way to provide appropriate clarification on all the Company's activities and to ensure an adequate auditing system. The responsibility regarding internal

auditing system lies with the Board of Directors, and the Board of Directors, besides providing the major guidelines of the system, undertakes verification of sufficiency and effectiveness of the audit system.

The Audit Committee comprises of two Board members. These two Directors hold office in the Board of Directors, and they are not directly engaged in Company's activities and management. The Audit Committee meets regularly as indicated in the relevant communiqué of the Capital Market Board and the representative of the External Auditing Company may be invited to these meetings.

The aim of the Audit Committee is to provide assistance to the Board of Directors during fulfillment of long - term obligations as regards to accounting and finance reporting applications, policies and procedures, as well as evaluation of quality and risk management of Company's internal auditing systems.

The internal auditing and periodical audit activities ensure accomplishment of necessary controls to observe whether compliance with the procedures, policies and strategies is achieved or not. Apart from the audit functions of the Internal Audit Division, the Internal Audit Department of Prysmian Cables and Systems Group performs internal auditing of Türk Prysmian Kablo ve Sistemleri A.Ş., in addition to the auditing services rendered regularly by the External Audit Company.

Furthermore there is also a Planning and Control Division which presents detailed monthly reports to the Managing Director and Executive Management and provides useful and comprehensive information for the following specific activities.

Information regarding to relations with the independent audit company, PwC Bağımsız Denetim Ve SMM A.Ş: <http://www.pwc.com/TR/tr>

and information regarding tax audit company, KPMG: <http://www.kpmg.com.tr>

Assessment related to Internal Audit, Internal Control and Risk Management Systems

Prysmian Group active in cable industry has adopted adequate internal audit, internal control and risk management systems (internal systems) in line with its activities and business branches. Aiming to monitor and manage the risks arising from the activities of the company, both the local regulations and Prysmian Group requirements have been considered while establishing the internal systems. The internal systems meet the principles of independency, impartiality, effectiveness, adequacy, and division of powers in the entire organization. All our activities and business processes target customer satisfaction, sustainable income production and rising the economic interests of the shareholders with consideration of risk sensitive capital management. Prysmian Group Board of Directors is responsible for adopting and managing the internal systems in line with the applicable regulations, and financial control and audit activities within the scope of this responsibility shall be supervised via Committee responsible for the Audits. Audit Committee performs this function by detailed examination of the reports provided by the Audit Department which has been obliged to financially review, audit and report the efficiency of our processes; and instructs the company management

accordingly and present any issue, as deemed necessary, to the information and approval of Board of Directors.

The Audit Committee functions under the structure and coordination of Board of Directors. Audit Directorate financially reviews efficiency of the entire business processes of the company, and tests the existence, effectiveness and practice levels of the respective audit mechanisms and determines required actions, if any, together with operations units. It reports the results of its works and activities to the Audit Committee.

15- EMPLOYEE BENEFITS

As of June 30, 2024, the average number of employees working during the year is 586. (December 31, 2023: 589) The Company provides meal and travel allowance to all employees. In addition, office employees are provided with health insurance, personal accident insurance and life insurance in line with the company's benefit planning. In addition to these, flexible working practices, collective use of milk leave and its addition to maternity leave, protection of the position of female employees after the maternity leave period, scholarship programs for the education of employee children, global leadership development programs for managers and employees in the talent pool are also implemented. Benefits are provided for field employees in accordance with the collective bargaining agreement.

Benefits to Top Level Management

The rights of the BOD Members are agreed upon in the General Assembly meeting; no award is considered in determination of financial rights of the BOD Members depending on their individual performance and reflecting the performance of the Company.

Benefits provided to senior management during the term are as follows:

	1 January - June 30, 2024	1 January - June 30, 2023
Wages and other short-term benefits	8,206,489	8,036,864
Other	37,621	124,052
	8,244,110	8,160,916

Collective Labor Agreements

As per the collective labor agreement executed by United Metal Workers' Union (Birleşik Metal İş) and Turkish Employer's Association of Metal Industries (MESS) that our company is a member of, our Company is subject to Collective Labor Agreement for the period September 1, 2023 - August 31, 2025.

Benefits to the Board of Directors

The rights provided to the Members of the Board of Directors are decided at the General Assembly and there is no rewarding that will be based on the performance of the Members of the Board of Directors in determining the financial rights of the Members of the Board of Directors and that will reflect the performance of the Company. In the second quarter of 2024, a total gross attendance fee of TL 675,500-TL was paid to the Independent Members of the Board of Directors. Apart from this, there are no payments accrued for 2024 and made to the members of the Board of Directors and other executive management. In addition, no loans or credits were granted to any Board Member or Senior Executive of the Company during the period, no benefits were provided under the name of credit through a third party, and no guarantees such as sureties were given in their favor.

16- LAWSUITS FILED AGAINST THE COMPANY THAT MAY AFFECT COMPANY'S FINANCIAL STATUS:

Provision for litigation risks set aside against any possible risk is TRY 2.928.987,99 TL as shown under footnotes of financial statements, yet there is no major litigation that may affect the financial status of our Company.

17- ADMINISTRATIVE OR CRIMINAL SANCTIONS IMPOSED AGAINST THE COMPANY AND MEMBERS OF THE COMPANY'S MANAGING BODIES DUE TO ANY CONDUCT IN VIOLATION OF THE LAW:

There is no sanction existing as of 1 January – 30 June 2024 imposed against the company and members of the company's managing bodies due to any conduct in violation of the Law.

18- DERIVATIVE TRANSACTIONS

The Company uses foreign currency derivative tools in order to protect future significant transactions and cash flows against financial risks. The Company is a party to certain foreign currency forward contracts based on management of fluctuations in foreign currency exchange rates. Purchased derivative financial instruments are mainly of kinds of foreign currency available in the market where the Company operates. All forward exchange transactions are made in the form of forward contracts.

19- INVESTMENT INCENTIVE PRACTICES

As per the Law no. 5746 on Supporting research and Development Activities, we receive incentives and support granted for R&D Centers.

The Company granted an investment incentive for "production of insulated wires and cables" on October 10, 2022 within the scope of Reduced Corporate Tax. The incentives granted is classified under Zone 1 according to tax incentive legislation and provides tax incentive of 30%. In the Company's statement of financial position,

a reduction is made in the corporate tax for the current period according to the amount of investment spending.

20- MISCELLANEOUS

Transactions with related parties during the reporting period are explained in detail in the footnote of the financial statement published on Public disclosure Platform on 22.02.2024. These transactions are also disclosed on our website.

In addition;

Pursuant to the Turkish Commercial Code No. 6102 and Capital Markets legislation about related parties;

- In all transactions of our Company with related parties in 2023, group transfer pricing directives in accordance with the Transfer Pricing rules, regardless of country or company, the acquisition was made by providing an arm's length counter acquisition and is reasonable within the framework of commercial practices is determined;
- As a result of the examinations and evaluations made, the known situation regarding the Related Party Transactions and according to the conditions; in 2023, the controlling and affiliated companies specified in Article 199 of the TCC and our Company Türk Prysmian Kablo ve Sistemleri A.Ş., an appropriate counter-performance has been provided in each legal transaction, and the received or there was no measure that was avoided or the Company suffered a loss as a result of taking or not taking any measure has not suffered.

Since no loss has been incurred, there is no need to make any loss equalization.

Interim Activity Report Legal Basis :

Annual activity Report for the Fiscal Period 01.01.2024-30.06.2024 was issued based on the clause three of Article 516, and Article 518 of the Turkish Commercial Code, in accordance with the provisions of the "Regulation on Minimum Content of the Annual Activity Reports" published by the Ministry of Customs and Trade and "Communiqué on Principles of Financial Reporting in Capital Markets" published by the Capital Market Board.

Interim Report Preparation Principles:

The annual report accurately, completely, truthfully and honestly reflects the flow of the company's business and transactions for the relevant accounting period, and its financial status in all aspects, in a manner to protect the rights and interests of the company. The annual report does not contain any misleading, exaggerated, false or inaccurate statements. Care has been taken to prepare the annual report in detail to ensure that shareholders have full and accurate access to all kinds of information about the Company's activities.

Interim Activity Report Approval:

The Annual Activity Report of the Group for the fiscal period 01.01.2024-30.06.2024 was approved by the members of the Board of Directors of the Company on 27.09.2024.