

GALATA WIND ENERJİ A.Ş.
THE BOARD OF DIRECTORS'
INVITATION TO THE ORDINARY GENERAL ASSEMBLY MEETING

The Ordinary General Assembly to review the Company's activities in the accounting period of January 1 – December 31, 2022 will convene at 10.00 am on Wednesday, March 23, 2023 at the company headquarters at Burhaniye Mahallesi, Kısıklı Caddesi, No:65 34676 Üsküdar, İstanbul to discuss and resolve on the agenda items.

The shareholders may attend the meeting in person and cast their votes in accordance with the provisions of article 1527 of the Turkish Commercial Code No. 6102 ("TCC") or electronically via the **Central Registry Agency A.Ş. ("MKK")'s Electronic General Assembly System ("e-GKS")**. The **shareholders or their representatives** who wish to attend the Ordinary General Assembly Meeting electronically are required to hold an **Electronic Signature Certificate**.

Shareholders with "electronic signatures" who wish to attend the Ordinary General Assembly Meeting electronically are required to complete the procedures in accordance with the provisions of the "*Regulation on the General Assembly Meetings of Joint Stock Companies by Electronic Means*" published in the Official Gazette no. 28395 on August 28, 2012 and the "*Communiqué on Electronic General Assembly Meeting System Applicable to General Assembly Meetings of Joint Stock Companies*" published in the Official Gazette no. 28396 on August 29, 2012. **Shareholders that do not meet these conditions will not be able to attend the General Assembly Meeting electronically.** Shareholders may obtain more information on participation in the general assembly electronically from MKK and/or on MKK's Corporate Website at www.mkk.com.tr.

Pursuant to paragraph 4, article 415 of the Turkish Commercial Code no. 6102 and paragraph 1, article 30 of the Capital Markets Law ("CML"), the right to attend and vote in the general assembly is not subject to the condition of depositing the shares. **Accordingly, shareholders wish to attend the Ordinary General Assembly Meeting will not be required to have their shares blocked.**

Shareholders who wish to attend the Ordinary General Assembly Meeting **are required to complete the procedures announced by MKK. Shareholders whose names are included in the attendance list prepared in accordance with the "shareholders list" provided by MKK may attend the Ordinary General Assembly Meeting.** This list will be used to check whether the individuals who are present in the conference room to attend the Ordinary General Assembly Meeting are shareholders or representatives.

Shareholders who are unable to attend the meeting in person but intend to vote by proxy, without prejudice to the rights and obligations of those participating electronically via the Electronic General Assembly System, are required to provide a power of attorney in the attached format and meet the other conditions specified in the Capital Markets Board's ("CMB") "*Communiqué on Voting by Proxy and Collecting Powers of Attorney by Invitation*" No. II-30.1, which entered into effect upon publishing in the Official Gazette No. 28861 on December 24, 2013, and submit the documents with a notarized signature to the Company. A sample Power of Attorney may be obtained from the Company's Headquarters or the corporate website at www.galatawindenerji.com. If the authorization is given via e-GKS, the full name of the proxy (representative) should be included in the list obtained from MKK. If the authorization is not given via e-GKS, a legally issued power of attorney should be submitted. A proxy appointed electronically via e-GKS is not required to submit a power of attorney. **Powers of attorney that do not conform to the requirements of CMB's Communiqué II-30.1 and the attached sample will not be accepted as valid due to our legal obligations.**

The Ordinary General Assembly Meeting will be open to stakeholders and the public without the right to speak.

During the Ordinary General Assembly Meeting, an open ballot system will be used by a show of hands, without prejudice to the electronic voting provisions regarding the voting of the agenda items.

Pursuant to the Personal Data Protection Law No. 6698, more information on the processing of personal data by the Company is provided in the Personal Data Protection and Processing Policy, publicly disclosed on the corporate website at: www.galatawindenerji.com.tr.

Pursuant to the Capital Markets Law, no further notices will be served to the shareholders by registered mail for the registered shares traded on the stock exchange.

The Annual Report of the Board of Directors, Financial Statements and Notes (collectively “Financial Report”) for the accounting period of January 1, 2022 – December 31, 2022, the Independent Audit Firm’s Opinion, Board of Directors’ Dividend Distribution proposal, Corporate Governance Principles Compliance Report, information regarding the independent Board member nominees, General Assembly Information Document, General Assembly Meeting Participation Procedure and Power of Attorney Form, and the documents containing the necessary explanations as required by the CMB’s Corporate Governance Communiqué No. II-17.1 will be made available three weeks before the meeting at the Company Headquarters, on the corporate website at www.galatawindenerji.com, and on e-GKS for our shareholders to review.

We hereby submit the above to our esteemed Shareholders.

Sincerely,

GALATA WIND ENERJI A.Ş.
BOARD OF DIRECTORS

GALATA WIND ENERJİ A.Ş.

AGENDA OF THE ORDINARY GENERAL ASSEMBLY MEETING ON MARCH 29, 2023

- 1.** Opening, forming the Chairmanship to preside over the meeting, and authorizing the meeting chairmanship to sign the Minutes of the Meeting.
- 2.** Reading out, discussing and submitting for approval the Annual Report of the Board of Directors for the accounting period of January 1, 2022 – December 31, 2022.
- 3.** Reading out the Summary Independent Audit Report for the accounting period of January 1, 2022 – December 31, 2022, without voting and resolution at the General Assembly.
- 4.** Reading out, discussing and submitting for approval the Financial Statements for the accounting period of January 1, 2022 – December 31, 2022.
- 5.** Releasing each member of the Board of Directors and senior executives individually for their activities, transactions and accounts for the accounting period of January 1, 2022 – December 31, 2022.
- 6.** Reading out, discussing and submitting for approval the Board of Directors' dividend distribution proposal for the accounting period of January 1, 2022 – December 31, 2022.
- 7.** Determining the number of Board members and their terms and electing the members to serve on the Board of Directors for the determined term.
- 8.** Informing the shareholders about the payments made within the scope of the Remuneration Policy applicable for the members of the Board of Directors and executives with administrative responsibilities, without voting and resolution at the General Assembly.
- 9.** Determining the remunerations for the Members of the Board of Directors during their term.
- 10.** Discussion and approval of the Board of Directors' proposal regarding the appointment of an Independent Audit Firm in accordance with the Turkish Commercial Code and Capital Markets Board regulations.
- 11.** Determining the upper limit for donations and aids, which will be extended in accordance with the Company's Articles of Association and the proposal of the Board of Directors, until the Ordinary General Assembly Meeting, where the activities and accounts for the accounting period of January 1, 2022 – December 31, 2022 will be reviewed, and authorizing the Board of Directors upon submission for approval.
- 12.** Discussing and submitting for approval the authorization of the Board of Directors until the Ordinary General Assembly Meeting, where the activities and accounts for the accounting period

of January 1, 2022 – December 31, 2022 will be reviewed, regarding the issuance of capital market instruments (including warrants), which represent indebtedness, up to the amount permitted by the Capital Markets Board, the Turkish Commercial Code, Capital Markets Law, Capital Markets Legislation, and applicable legislation, and the determination of the issuance time and terms.

- 13.** Discussing and submitting for approval the authorization of the Board of Directors regarding advance payment on dividends up to the amount permitted by the Company's Articles of Association, the Turkish Commercial Code, Capital Markets Law, Capital Markets Legislation, and applicable legislation, and the determination of the payment time and terms.
- 14.** Submitting for the approval the authorization of the members of the Board of Directors to conduct the activities and transactions specified in Articles 395 and 396 of the Turkish Commercial Code.
- 15.** Informing the shareholders, without voting and resolution at the General Assembly, about the shareholders with management control, members of the Board of Directors, and executives with administrative responsibilities, their spouses and relatives by blood or marriage up to the second degree if they have performed materially significant transactions that could cause a conflict of interest with the company or its subsidiaries and/or engaged in commercial activities on their own or others' behalf in an area that falls within the activities of the company or its subsidiaries, or entered into another partnership that engages in the same type of activity as a partner with unlimited liability.
- 16.** Informing the shareholders, without voting and resolution at the General Assembly, about the donations and aids extended by the Company in the accounting period of January 1, 2022 – December 31, 2022 in accordance with the Capital Markets Legislation and applicable regulations, and the beneficiaries thereof.
- 17.** Informing the shareholders, without voting and resolution at the General Assembly, about the guarantees, collaterals, liens, and sureties extended in favor of third parties and whether any income and benefits have been earned as a result.
- 18.** Informing the shareholders about the company's current sustainability strategy and relevant action plans.

POWER OF ATTORNEY

GALATA WIND ENERJİ A.Ş.

I hereby appoint to represent me and cast votes, submit proposals and sign the necessary documents on my behalf in line with the opinions I have expressed below during the Ordinary General Assembly of Galata Wind Enerji A.Ş. to be held at 10.00 am on Wednesday, March 23, 2023 at the company headquarters at Burhaniye Mahallesi, Kısıklı Caddesi, No:65 34676 Üsküdar, İstanbul.

Proxy (*):

Name/Title:

Turkish ID No/Tax No/Trade Registry and No and MERSIS No:

(* Proxies of other nationalities should submit the equivalent of the required information, if any.

A) SCOPE OF THE POWER OF ATTORNEY

One of the (a), (b) or (c) options for the items 1 and 2 below should be selected to specify the scope of the power of attorney.

1. Regarding the General Assembly Meeting Agenda Items:

- a) The proxy is authorized to vote for all matters based on their own opinion.
- b) The proxy is authorized to vote based on the recommendations of the company management.
- c) The proxy is authorized to vote based on the instructions in the table below.

Instructions:

If the shareholder selects option (c), instructions for a specific agenda item will be provided by marking one of the options (accept or reject) next to the respective general assembly agenda item; if the reject option is selected and if the dissenting opinion is asked to be written down in the general assembly minutes, such an instruction should be stated.

Agenda Items (*)	Accept	Reject	Dissenting Opinion
1. Opening, forming the Chairmanship to preside over the meeting, and authorizing the meeting chairmanship to sign the Minutes of the Meeting.			

<p>2. Reading out, discussing and submitting for approval the Annual Report of the Board of Directors for the accounting period of January 1, 2022 – December 31, 2022.</p>			
<p>3. Reading out the Summary Independent Audit Report for the accounting period of January 1, 2022 – December 31, 2022, without voting and resolution at the General Assembly.</p>			
<p>4. Reading out, discussing and submitting for approval the Financial Statements for the accounting period of January 1, 2022 – December 31, 2022.</p>			
<p>5. Releasing each member of the Board of Directors and senior executives individually for their activities, transactions and accounts for the accounting period of January 1, 2022 – December 31, 2022.</p>			
<p>6. Reading out, discussing and submitting for approval the Board of Directors’ dividend distribution proposal for the accounting period of January 1, 2022 – December 31, 2022.</p>			
<p>7. Determining the number of Board members and their terms and electing the members to serve on the Board of Directors for the determined term.</p>			
<p>8. Informing the shareholders about the payments made within the scope of the Remuneration Policy applicable for the members of the Board of Directors and executives with administrative responsibilities, without voting and resolution at the General Assembly.</p>			

<p>9. Determining the remunerations for the Members of the Board of Directors during their term.</p>			
<p>10. Discussion and approval of the Board of Directors' proposal regarding the appointment of an Independent Audit Firm in accordance with the Turkish Commercial Code and Capital Markets Board regulations.</p>			
<p>11. Determining the upper limit for donations and aids, which will be extended in accordance with the Company's Articles of Association and the proposal of the Board of Directors, until the Ordinary General Assembly Meeting, where the activities and accounts for the accounting period of January 1, 2022 – December 31, 2022 will be reviewed, and authorizing the Board of Directors upon submission for approval.</p>			
<p>12. Discussing and submitting for approval the authorization of the Board of Directors until the Ordinary General Assembly Meeting, where the activities and accounts for the accounting period of January 1, 2022 – December 31, 2022 will be reviewed, regarding the issuance of capital market instruments (including warrants), which represent indebtedness, up to the amount permitted by the Capital Markets Board, the Turkish Commercial Code, Capital Markets Law, Capital Markets Legislation, and applicable legislation, and the determination of the issuance time and terms.</p>			

<p>13. Discussing and submitting for approval the authorization of the Board of Directors regarding advance payment on dividends up to the amount permitted by the Company’s Articles of Association, the Turkish Commercial Code, Capital Markets Law, Capital Markets Legislation, and applicable legislation, and the determination of the payment time and terms.</p>			
<p>14. Submitting for the approval the authorization of the members of the Board of Directors to conduct the activities and transactions specified in Articles 395 and 396 of the Turkish Commercial Code.</p>			
<p>15. Informing the shareholders, without voting and resolution at the General Assembly, about the shareholders with management control, members of the Board of Directors, and executives with administrative responsibilities, their spouses and relatives by blood or marriage up to the second degree if they have performed materially significant transactions that could cause a conflict of interest with the company or its subsidiaries and/or engaged in commercial activities on their own or others’ behalf in an area that falls within the activities of the company or its subsidiaries, or entered into another partnership that engages in the same type of activity as a partner with unlimited liability.</p>			
<p>16. Informing the shareholders, without voting and resolution at the General Assembly, about the donations and aids extended by the Company in the accounting period of January 1, 2022 – December 31, 2022 in accordance with the Capital</p>			

Markets Legislation and applicable regulations, and the beneficiaries thereof.			
17. Informing the shareholders, without voting and resolution at the General Assembly, about the guarantees, collaterals, liens, and sureties extended in favor of third parties and whether any income and benefits have been earned as a result.			
18. Informing the shareholders about the company's current sustainability strategy and relevant action plans.			

The agenda items of informative nature are not put to vote.

If the minority shareholder has a separate draft resolution, this should also be specified for voting by proxy.

2. Special instructions regarding the other topics that may be brought up during the General Assembly meeting and especially about the exercise of minority rights:

- a) The proxy is authorized to vote based on their own opinion.
- b) The proxy is not authorized to represent the shareholder in these matters.
- c) The proxy is authorized to vote based on the special instructions below.

The shareholder should specify their **SPECIAL INSTRUCTIONS**, if any, for the proxy here.

B) The shareholder specifies the shares to be represented by the proxy by selecting one of the options below.

1. I approve that the proxy may represent my shares detailed below.

- a) Issuance and series:*
- b) Number/Group:**
- c) Quantity-Nominal value:
- ç) If entitled to voting privilege:
- d) Bearer shares or registered shares:*
- e) Ratio to the total shares/voting rights owned by the shareholder:

(*) This information is not required for dematerialized shares.

(**) For dematerialized shares, information about the group, if any, will be provided instead of number.

2. I approve that the proxy may represent all of my shares included among the shareholders eligible to attend the general assembly according to the list provided by MKK the day before the general assembly date.

SHAREHOLDER'S FULL NAME or TITLE (*)

TC Identification No/Tax No,

Trade Registry and Number and MERSIS Number:

Address:

(*) Shareholders of other nationalities should submit the equivalent of the required information, if any.

SIGNATURE