



Çates Elektrik Üretim A.Ş.
Santraller Mevkii Tayfun Açıl Cd.: Çatalağzı/Zonguldak
T: +90 372 264 30 50 F: +90 372 264 24 21
E: catestermik@cates.com.tr W: www.cates.com.tr

Fatura adresi: Şahinler Mah. Şahinler Küme Evler
Yatağan Termik San.No:259 İç Kapı No :1
Yatağan/Muğla

INFORMATION DOCUMENT ON 2023 ORDINARY GENERAL ASSEMBLY MEETING OF ÇATES ELEKTRİK ÜRETİM ANONİM ŞİRKETİ

OUR ADDITIONAL DISCLOSURES WITHIN THE SCOPE OF CAPITAL MARKETS BOARD REGULATIONS

Of the additional disclosures required to be made pursuant to the Capital Markets Board's ("CMB") Corporate Governance Communiqué numbered II-17.1 ("**Communiqué**"), general explanations for those related to the agenda items are presented below for your information.

1. Shareholding Structure and Voting Rights

The total number of shares and voting rights reflecting the shareholding structure of the Company as of the date of announcement of this Information Document, the number of shares and voting rights representing each privileged share group, if there are privileged shares in the share capital, and the nature of the privileges are presented below:

1.1. Within the registered capital ceiling of 300,000,000.00 (three hundred million) Turkish Liras (TRY), our Company's issued capital of TRY 165,200,000.00 (one hundred sixty-five million two hundred thousand) is divided into 165,200,000 (one hundred sixty-five million two hundred thousand) registered shares with a nominal value of TRY 1.00 (one) each.

All of this capital has been paid in cash and in full, free of collusion. The Company's issued capital of TRY 300,000,000.00 (three hundred million) is divided into 84,243,000 (eighty-four million two hundred and forty-three thousand) Class A registered shares with a nominal value of TRY 1.00 (one) each and 80,957,000 (eighty million nine hundred and fifty thousand) Class B registered shares with a nominal value of TRY 1.00 (one) each.

Real and Legal Persons Directly Holding the Capital as of the Latest Practicable Date

Name Surname/Title of Trade of the Shareholder	Share in Capital (TRY)	Share in Capital (%)
Parla Enerji Yatırımları A.Ş.	132.150.000	79,99
Publicly Traded	33.050.000	20,01
Total	165.200.000	100,00

Information on the Shares Representing the Capital



Çates Elektrik Üretim A.Ş.
Santraller Mevkii Tayfun Açı Cd.: Çatalağzı/Zonguldak

T: +90 372 264 30 50 F: +90 372 264 24 21
E: catestermik@cates.com.tr W: www.cates.com.tr

Fatura adresi: Şahinler Mah. Şahinler Küme Evler
Yatağan Termik San.No:259 İç Kapı No :1
Yatağan/Muğla

Share Group	Privilege	Registered/Bearer	Nominal Value Per Share (TRY)	Whether it is traded on the stock exchange	Nominal Amount (TRY)	Capital Share/Voting Rights (%)
A	Yes	Registered	1	Not Traded	84.243.000	50,99
B	No	Registered	1	Not Traded	47.907.000	29,01
B	No	Registered	1	Traded	33.050.000	20,01

1.2. According to our Company's Articles of Association;

- Provided that the capital represented by Class A shares continues to represent at least 30% of the issued capital of the Company, two members of the Board of Directors if the Board of Directors consists of five members, three members if the Board of Directors consists of six or seven members, and four members if the Board of Directors consists of eight or nine members, shall be elected from among the candidates nominated by the shareholders holding the majority of the capital represented by Class A shares,
Provided that the quorums stipulated in the Capital Markets Law and the Turkish Commercial Code are maintained, the affirmative vote of the shareholders holding the majority of the capital represented by Group A shares is also required for the General Assembly of the Company to take decisions on the following matters and amendments to the Articles of Association falling within the scope of these matters:
- Approval of the budget,
- Amendment of the articles of association, except for capital increases to be made according to the registered capital system,
- Changing the company's field of activity, entering into new lines of business or abandoning existing lines of business,
- Capital increase, liquidation, dissolution, termination, capital decrease, change of type of the Company, except for capital increases to be made according to the registered capital system,
- Bankruptcy, concordat, application for financial restructuring within the scope of Article 309/m. of the Execution and Bankruptcy Law No. 2004,
- Transfer of all or part of the company's commercial enterprise.

2. Information on Changes in the Management and Activities of the Company and its Subsidiaries that have occurred in the Previous Accounting Period or are planned in the Future Accounting Periods that will significantly affect the Company's Activities and the Reasons for these Changes:



Çates Elektrik Üretim A.Ş.
Santraller Mevkii Tayfun Açıl Cd. Çatalağzı/Zonguldak
T: +90 372 264 30 50 F: +90 372 264 24 21
E: catestermik@cates.com.tr W: www.cates.com.tr

Fatura adresi: Şahinler Mah. Şahinler Küme Evler
Yatağan Termik San.No:259 İç Kapı No :1
Yatağan/Muğla

The Incorporation and its subsidiaries do not have any management and operational changes that have taken place in the previous accounting period or are planned for the future accounting periods, which would significantly affect the activities of the Incorporation. Such matters are disclosed to the public through material event disclosures and such disclosures can be accessed at <https://www.cates.com.tr/ozel-durum-aciklamalari> and on our Company's Public Disclosure Platform (KAP) page.

3. If the agenda of the general shareholders' meeting includes dismissal, replacement or election of board members, the grounds for dismissal and replacement, the backgrounds of the persons whose candidacy for board membership has been submitted to the partnership, the duties they have carried out in the last ten years and the reasons for their departure, the nature and materiality level of their relationship with the partnership and related parties of the partnership, whether they are independent or not, and information on similar issues that may affect the activities of the partnership in case these persons are elected as board members:

Since the term of office of the members of the Board of Directors expires on May 28, 2024, the term of office of the Board of Directors be re-determined; and

- Pursuant to the Board of Directors resolution dated February 27, 2024 and numbered 2024/6, Independent Board Member Ayben Koy, who requested to be a candidate, submitted her resume prepared in accordance with the CMB's Corporate Governance Principle No. 1.3.1. <https://www.cates.com.tr/genel-kurul> link and the declaration of independence of the Independent Board Member candidate is presented in **Annex-1**. The Independent Board Member candidate does not have any significant issues that may affect the activities of the Company. It has been observed that this matter has been submitted to CMB for approval/approval with their letter dated 19.03.2024 and numbered E-29833736-110.07.07.07-51491.

- Pursuant to the Board of Directors decision dated 09 May 2024 and numbered 2024/11, Independent Board Member Kemal Uslu, who has requested to be a candidate for the Board of Directors, his curriculum vitae prepared in accordance with the CMB's Corporate Governance Principle No. 1.3.1. is available at <https://www.cates.com.tr/genel-kurul> and the declaration of independence of the Independent Board of Directors candidate is presented in Annex-1. An application has been made to the CMB for the approval of the Independent Board of Directors candidate.

4. Information on the Requests of the Shareholders, CMB and Other Public Authorities to Add Items to the Agenda:

For the 2023 Ordinary General Assembly meeting where the activities of the year 2023 will be discussed, no such request has been submitted.



Çates Elektrik Üretim A.Ş.
Santraller Mevkii Tayfun Açıl Cd.: Çatalağzı/Zonguldak

T: +90 372 264 30 50 F: +90 372 264 24 21
E: catestermik@cates.com.tr W: www.cates.com.tr

Fatura adresi: Şahinler Mah. Şahinler KÜme Evler
Yatağan Termik San.No:259 İç Kapı No :1
Yatağan/Muğla

OUR EXPLANATIONS ON THE AGENDA ITEMS OF THE ORDINARY GENERAL ASSEMBLY MEETING FOR THE YEAR 2023 HELD ON JUNE 11, 2024

1. Opening and election of the Meeting Chairmanship and authorization of the Meeting Chairmanship to sign the minutes of the meeting.

Within the framework of the Turkish Commercial Code No. 6102 ("TCC") and the Regulation on the Procedures and Principles of the General Assembly Meetings of Joint Stock Companies and the Representatives of the Ministry of Customs and Trade to be present at these Meetings ("**Regulation**"), and in accordance with the provisions of Article 7 of the General Assembly Internal Directive, the Chairman of the Meeting shall be elected to conduct the General Assembly meeting. The Meeting Chairman shall appoint at least one Minutes Clerk and, if deemed necessary, sufficient number of vote collectors in accordance with the General Assembly Internal Directive. The Meeting Chairman is authorized to sign the minutes of the meeting and other documents forming the basis of these minutes.

2. Reading, discussion and approval of the Annual Report for 2023 prepared by the Company's Board of Directors.

Within the framework of the Turkish Commercial Code, the Regulation, the Capital Markets Law and the relevant regulations, our Board of Directors' Annual Report, which is made available for the review of the shareholders at our Company's Headquarters, on the Electronic General Assembly portal of the Merkezi Kayıt Kuruluşu ("**MKK**") and on our Company's corporate website <https://www.cates.com.tr/faaliyet-raporlari> for three weeks prior to the General Assembly meeting, will be read out at the General Assembly and submitted to the shareholders for their opinion and discussion.

3. Reading, discussion and approval of the 2023 Commitment Report prepared by the Company's Board of Directors.

Within the framework of the Turkish Commercial Code, the Regulation, the Capital Markets Law and the relevant regulations, the Board of Directors' Commitment Report, which is made available for the review of the shareholders at the Company Headquarters, on the Electronic General Assembly portal of the Merkezi Kayıt Kuruluşu (MKK) and on the Company's corporate website <https://www.cates.com.tr/faaliyet-raporlari> for three weeks prior to the General Assembly meeting, will be read out at the General Assembly and submitted for the shareholders' opinion and discussion.

4. Reading the 2023 Independent Audit Report for the fiscal year 2023.

The Independent Audit Reports prepared by Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş., which was selected to audit the financial statements and reports for the fiscal year 2023 and to carry out other activities within the scope of the relevant regulations in these laws, in accordance with the principles determined in accordance with the Turkish Commercial Code No. 6102 and the Capital Markets Law No. 6362, which were made available for the review of the shareholders at the Company's Head Office, the Electronic General Assembly portal of the CRA and the Company's corporate website <https://www.cates.com.tr/finansal-raporlar> for three weeks prior to the General Assembly meeting, will be read out at the General Assembly and submitted to the shareholders' opinion.

5. Reading, discussion and approval of the Financial Statements for the fiscal year 2023.

Within the framework of the Turkish Commercial Code, the Regulation and the Capital Markets Law and related regulations, information will be given about our financial statements, which are made available for the review of shareholders at our Company's Head Office, on the Electronic General Assembly portal of the Merkezi Kayıt Kuruluşu (MKK) and on our Company's corporate website <https://www.cates.com.tr/finansal-raporlar> for three weeks prior to the General Assembly meeting, and they will be submitted to the shareholders for their opinion and approval.

6. Resolution on the proposal of the Company's Board of Directors regarding the profit/loss for the fiscal year 2023.

In accordance with the Company's decision dated 15.05.2024 and numbered 2024/13, the situation of not being able to distribute dividends will be submitted to the approval of the shareholders at the Ordinary General Assembly meeting.

7. Information on transactions with related parties realized in 2023.

Shareholders will be informed about the Continuous Related Party Transactions exceeding 3% of the net sales in the financial statements of the previous fiscal year within the framework of the Corporate Governance Communiqué II-17.1. and within the scope of our Company's Principles Regarding Related Party Transactions.

8. Election of the Independent Auditor for the 2024 Activity Period.

In accordance with the decision of our Company's Board of Directors dated 15.05.2024 and numbered 2024/15, in accordance with the regulations of the TCC and the CMB, an independent auditor will be selected to audit the financial reports of our Company for the fiscal year 2024 and to carry out other activities within the scope of the relevant regulations in these laws and will be submitted to the approval of the shareholders.

9. Discussing and resolving on the issue of discharging the members of the Board of Directors separately for the 2023 accounting period.

The release of the members of the Board of Directors for their activities, transactions and accounts for the year 2023 will be submitted to the approval of the shareholders.



Çates Elektrik Üretim A.Ş.
Santraller Mevkii Tayfun Açı Cd. Çatalağzı/Zonguldak
T: +90 372 264 30 50 F: +90 372 264 24 21
E: catestermik@cates.com.tr W: www.cates.com.tr

Fatura adresi: Şahinler Mah. Şahinler Küme Evler
Yatağan Termik San.No:259 İç Kapı No :1
Yatağan/Muğla

10. Board Member Election

In accordance with the CMB regulations, the Turkish Commercial Code and the Regulation, taking into account the principles regarding the election of the members of the Board of Directors in our Articles of Association, the members of the Board of Directors will be elected as the term of office of the members of the Board of Directors will expire on May 28, 2024.

Article 8 of our Articles of Association;

BOARD OF DIRECTORS

ARTICLE 8

The affairs and administration of the Company shall be carried out by a Board of Directors consisting of at least five and at most nine members to be elected by the General Assembly in accordance with the provisions of the Turkish Commercial Code and the Capital Markets Law and in compliance with the conditions specified in the Turkish Commercial Code and the capital markets legislation. It is not obligatory for the members of the board of directors to be shareholders. Legal entities may be elected to the board of directors. If a legal entity is elected as a member of the board of directors, only one real person designated by the legal entity on behalf of the legal entity shall be registered and announced together with the legal entity, and the fact that the registration and announcement has been made shall be announced on the company's website. Only this registered person may attend and vote on behalf of the legal entity.

Provided that the capital represented by Group A shares continues to represent at least 30% of the issued capital of the Company, two members of the board of directors if the board of directors consists of five members, three members if the board of directors consists of six or seven members, and four members if the board of directors consists of eight or nine members, shall be elected from among the candidates nominated by the shareholders holding the majority of the capital represented by Group A shares. The members of the board of directors to be elected among the candidates nominated by the shareholders holding the majority of the capital represented by the Group A shares shall be members other than the independent members specified in the corporate governance principles of the Capital Markets Board.

In the event that the capital represented by Class A shares does not continue to represent at least 30% of the issued capital of the Company, the above-mentioned privilege to nominate candidates to the board of directors will automatically cease to exist as of the realization of the legal transaction leading to such a situation. Furthermore, in the first general assembly meeting to be held upon the realization of this situation, these articles of association will be amended and share groups and references to share groups will be removed.

A sufficient number of independent board members are elected to the board of directors by the general assembly within the framework of the principles regarding the independence of the board members set forth in the corporate governance principles of the Capital Markets Board.



Çates Elektrik Üretim A.Ş.
Santraller Mevkii Tayfun Açıl Cd. Çatalağzı/Zonguldak
T: +90 372 264 30 50 F: +90 372 264 24 21
E: catestermik@cates.com.tr W: www.cates.com.tr

Fatura adresi: Şahinler Mah. Şahinler Küme Evler
Yatağan Termik San.No:259 İç Kapı No :1
Yatağan/Muğla

Independent members must fulfill the conditions specified in the Capital Markets Board's regulations on corporate governance.

Article 9;

Board members may be elected for a maximum of three years. Board members whose term of office expires may be re-elected.

Regarding the terms of office of the independent board members, the regulations of the Capital Markets Board on corporate governance and the provisions of these articles of association shall be complied with."

Matters are regulated.

In this context, CMB approval has been submitted for our Independent Board of Directors candidates, Ms. Ayben Koy and Mr. Kemal Uslu.

11. Giving information about the transactions of the persons specified in principle 1.3.6 of the Corporate Governance Principles annexed to the Corporate Governance Communiqué numbered II-17.1 of the Capital Markets Board in 2023.

Pursuant to CMB's mandatory Corporate Governance Principle no. 1.3.6. Pursuant to CMB's mandatory Corporate Governance Principle no. 1.3.6, in the event that shareholders who control the management, members of the board of directors, executives with administrative responsibility, and their spouses and relatives by blood or marriage up to second degree engage in a material transaction that may cause a conflict of interest with the partnership or its subsidiaries and/or engage in a commercial business transaction that falls within the scope of the partnership's or its subsidiaries' field of activity on their own behalf or on behalf of others, or enter into another partnership engaged in the same type of commercial business as a partner with unlimited liability; such transactions shall be included in the agenda of the general assembly as a separate agenda item in order to provide detailed information on the subject at the general assembly and shall be recorded in the minutes of the general assembly.

During the 2023 activity period, shareholders will be informed about transactions of this nature. Some of the shareholders who control the management, members of the board of directors, executives with administrative responsibility and their spouses and blood relatives and relatives by marriage up to second degree serve as members of the board of directors in some other Aydem Group companies, including those with similar fields of activity with our Company.

In 2023, there were no significant transactions requiring disclosure within the scope of principle 1.3.6 of the Corporate Governance Communiqué.

12 Pursuant to Articles 1.3.10, 16.1, 4.6.2 of the Capital Markets Board's Corporate Governance Communiqué No. II-17.1, reading, obtaining information and approval of the "Dividend Distribution Policy", "Donation and Aid Policy", "Remuneration Policy" adopted by the Board of Directors' resolution dated 15.02.2023 and numbered 2023/13



Çates Elektrik Üretim A.Ş.
Santraller Mevkii Tayfun Açı Cd. Çatalağzı/Zonguldak

T: +90 372 264 30 50 F: +90 372 264 24 21
E: catestermik@cates.com.tr W: www.cates.com.tr

Fatura adresi: Şahinler Mah. Şahinler Küme Evler
Yatağan Termik San.No:259 İç Kapı No :1
Yatağan/Muğla

The "Dividend Distribution Policy", "Donation and Aid Policy", "Remuneration Policy", which were approved by the Board of Directors' resolution no. 2023/13 dated 15.02.2023 and no. 2023/13 and published on the website <https://www.cates.com.tr/politikalar>, will be read and information will be provided and submitted for approval.

13. Authorizing the members of the Board of Directors to perform the activities listed in Articles 395 and 396 of the Turkish Commercial Code No. 6102,

It is only possible for the members of our Board of Directors to carry out transactions within the framework of the first paragraph of Article 395 titled "Prohibition of Transactions with the Company and Borrowing from the Company" and Article 396 titled "Prohibition of Competition" of the TCC only with the approval of the General Assembly.

In order to fulfill the requirements of these regulations, the authorization will be submitted to the approval of the shareholders at the General Assembly.

14. Informing and approving the Shareholders about the payments made within the scope of the Remuneration Policy for the Members of the Board of Directors and Senior Executives.

The Remuneration Policy for the members of the Board of Directors and senior executives, which has been put in writing pursuant to the CMB's Mandatory Corporate Governance Principle No. 4.6.2, has been adopted by the Board of Directors decision dated 15.02.2023 and numbered 2023/13 and will be read and submitted to the information of our shareholders pursuant to Article 12 of this General Assembly Meeting, and has also been disclosed to the public on our Company's corporate website <https://www.cates.com.tr/politikalar>.

In 2023, shareholders will be informed about the benefits provided to the members of the board of directors and senior executives by our Company as stated in the "Related Party Transactions" section of our consolidated financial reports for the year 2023.

15. Determining the remuneration of the members of the Board of Directors and their rights such as attendance fees, bonuses and premiums.

The Remuneration Policy for the members of the Board of Directors and senior executives, which has been put in writing pursuant to the CMB's Mandatory Corporate Governance Principle No. 4.6.2, has been adopted by the Board of Directors decision dated 15.02.2023 and numbered 2023/13 and will be presented for the information of our shareholders by being read in accordance with Article 12 of this General Assembly Meeting, and has also been disclosed to the public on our Company's corporate website <https://www.cates.com.tr/politikalar>.

In this context, the attendance fee to be paid to the members of the board of directors in 2024 will be submitted to the approval of the shareholders.



Çates Elektrik Üretim A.Ş.
Santraller Mevkii Tayfun Açıl Cd.: Çatalağzı/Zonguldak

T: +90 372 264 30 50 F: +90 372 264 24 21
E: catestermik@cates.com.tr W: www.cates.com.tr

Fatura adresi: Şahinler Mah. Şahinler Küme Evler
Yatağan Termik San.No:259 İç Kapı No :1
Yatağan/Muğla

16. 2023 Providing information on donations and grants made within the activity period of the year,

Pursuant to Article 6 of the Capital Markets Board's "Dividend Communiqué" numbered II-19.1, Article 1.3.10 of the "Corporate Governance Communiqué" numbered II-17.1 and the Donation and Aid Policy adopted by the Board of Directors decision dated 15.02.2023 and numbered 2023/13 and to be submitted to the approval of our shareholders pursuant to Article 12 of this General Assembly Meeting, the donations made during the year must be submitted for the information of the shareholders.

In 2023, total donations and grants amounted to TRY 4,588,324. This amount consists of donations and aids made to various institutions and organizations. In 2024, the upper limit for donations and aids to be made will be determined by the shareholders in accordance with Article 17 of the General Assembly agenda.

17. Discussing and deciding on the upper limit for donations and aids to be made in 2024,

In 2024, the determination of the upper limit for donations and grants to be made will be discussed and resolved by the shareholders at the general assembly.

18. Pursuant to CMB regulations, disclosure of information on the guarantees, pledges, mortgages and sureties given in favor of third parties and the income or benefits obtained during the Company's 2023 activity period.

Pursuant to Article 12 of the Capital Markets Board's Communiqué on Corporate Governance No. II-17.1, guarantees, pledges, mortgages and sureties given by our Company and its Subsidiaries in favor of third parties and the income or benefits obtained should be included as a separate item on the agenda of the ordinary general assembly meeting, and this issue is included in footnote 12 of the Financial Statements.

19. Providing information on the amendment of Article 6 titled "Capital" of the Articles of Association within the scope of the capital increase realized with the decision of the Board of Directors of the Company dated 27.12.2023 and numbered 2023/52.

With the decision of the Company's Board of Directors dated 07.12.2023 and numbered 2023/52; within the scope of increasing the issued capital of our Company from TRY 140,405,000 to TRY 165,200,000 by increasing the nominal value of the shares to be offered for sale by TRY 24,795,000 within the registered capital ceiling of TL 300,000,000 as a result of the public offering of our Company, the amendment text of Article 6 titled "Capital" of our Articles of Association was registered with the Trade Registry on 26.01.2024 and announced in the Turkish Trade Registry Gazette dated 30.01.2024 and numbered 11011. The amendment text of the Articles of Association is available for the review of the shareholders on the corporate website of our Company <https://www.cates.com.tr/kurumsal-yonetim/esas-sozlesme> and information will be provided about the Company's Articles of Association.



Çates Elektrik Üretim A.Ş.
Santraller Mevkii Tayfun Açıl Cd.: Çatalağzı/Zonguldak

T: +90 372 264 30 50 F: +90 372 264 24 21
E: catestermik@cates.com.tr W: www.cates.com.tr

Fatura adresi: Şahinler Mah. Şahinler Küme Evler
Yatağan Termik San.No:259 İç Kapı No :1
Yatağan/Muğla

20. Reading and approval of the revised version of the General Assembly Internal Directive on the Working Principles and Procedures of the Company's General Assembly, which was adopted at the General Assembly Meeting held on 25.12.2015, in accordance with the requirements of the applicable legislation.

Within the framework of the Turkish Commercial Code, the Regulation, the Capital Markets Law and related regulations, the General Assembly Internal Directive on the Working Principles and Procedures of the Company's General Assembly, which is made available for the review of shareholders at the Company Headquarters, on the Electronic General Assembly portal of the Merkezi Kayıt Kuruluşu ("MKK") and on the Company's corporate website <https://www.cates.com.tr/genel-kurul> for three weeks prior to the General Assembly meeting, will be read out at the General Assembly and submitted for the shareholders' opinion and discussion.

21. Wishes, requests and closure.

Annex-1- Declarations of Independence

BAĞIMSIZLIK BEYANI

Sermaye Piyasası Kurulu II-17.1 sayılı Kurumsal Yönetim Tebliğ Eki madde 4.3.6 kapsamında aşağıda belirtilen bağımsızlık kriterlerine uyum sağladığımı ve bu kapsamda Çates Elektrik Üretim A.Ş. 'de Yönetim Kurulu'nda, bağımsız üye olarak görev yapacağımı beyan ederim.

ÇATES ELEKTRİK ÜRETİM A.Ş.'de

- Şirket, şirketin yönetim kontrolü ya da önemli derecede etki sahibi olduğu ortaklıklar ile şirketin yönetim kontrolünü elinde bulunduran veya şirkette önemli derecede etki sahibi olan ortaklar ve bu ortakların yönetim kontrolüne sahip olduğu tüzel kişiler ile kendim, eşim ve ikinci dereceye kadar kan ve sıhrî hısımlarım arasında; son beş yıl içinde önemli görev ve sorumluluklar üstlenecek yönetici pozisyonunda istihdam ilişkimin bulunmadığımı, sermaye veya oy haklarının veya imtiyazlı payların %5'inden fazlasına birlikte veya tek başıma sahip olmadığımı ya da önemli nitelikte ticari ilişki kurulmadığımı,
 - Son beş yıl içerisinde, başta şirketin denetimi (vergi denetimi, kanuni denetim, iç denetim de dahil), derecelendirilmesi ve danışmanlığı olmak üzere, yapılan anlaşmalar çerçevesinde şirketin önemli ölçüde hizmet veya ürün satın aldığı veya sattığı şirketlerde, hizmet veya ürün satın alındığı veya satıldığı dönemlerde, ortak (%5 ve üzeri), önemli görev ve sorumluluklar üstlenecek yönetici pozisyonunda çalışan veya yönetim kurulu üyesi olmadığımı,
 - Bağımsız yönetim kurulu üyesi olması sebebiyle üstleneceği görevleri gereği gibi yerine getirecek mesleki eğitim, bilgi ve tecrübeye sahip olduğumu,
 - Bağlı oldukları mevzuata uygun olması şartıyla, üniversite öğretim üyeliği hariç, üye olarak seçildikten sonra kamu kurum ve kuruluşlarında tam zamanlı çalışmayacağımı,
 - 31/12/1960 tarihli ve 193 sayılı Gelir Vergisi Kanunu (G.V.K.)'na göre Türkiye'de yerleşik sayıldığımı,
 - Şirket faaliyetlerine olumlu katkılarda bulunabilecek, şirket ile pay sahipleri arasındaki çıkar çatışmalarında tarafsızlığını koruyabilecek, menfaat sahiplerinin haklarını dikkate alarak özgürce karar verebilecek güçlü etik standartlara, mesleki itibara ve tecrübeye sahip olduğumu,
 - Şirket faaliyetlerinin işleyişini takip edebilecek ve üstlendiği görevlerin gereklerini tam olarak yerine getirebilecek ölçüde şirket işlerine zaman ayırabileceğimi,
 - Şirketin yönetim kurulunda son on yıl içerisinde altı yıldan fazla yönetim kurulu üyeliği yapmadığımı,
 - Aynı kişinin, şirketin veya şirketin yönetim kontrolünü elinde bulunduran ortakların yönetim kontrolüne sahip olduğu şirketlerin üçten fazlasında ve toplamda borsada işlem gören şirketlerin beşten fazlasında bağımsız yönetim kurulu üyesi olarak görev almıyor olduğumu,
 - Yönetim kurulu üyesi olarak seçilen tüzel kişi adına tescil ve ilan edilmemiş olduğumu
- beyan ederim.



AYBEN KOY

BAĞIMSIZLIK BEYANI

Sermaye Piyasası Kurulu II-17.1 sayılı Kurumsal Yönetim Tebliğ Eki madde 4.3.6 kapsamında aşağıda belirtilen bağımsızlık kriterlerine uyum sağladığımı ve bu kapsamda Çates Elektrik Üretim A.Ş. 'de Yönetim Kurulu'nda, bağımsız üye olarak görev yapacağımı, beyan ederim.

ÇATES ELEKTRİK ÜRETİM A.Ş.'de

- Şirket, şirketin yönetim kontrolü ya da önemli derecede etki sahibi olduğu ortaklıklar ile şirketin yönetim kontrolünü elinde bulunduran veya şirkette önemli derecede etki sahibi olan ortaklar ve bu ortakların yönetim kontrolüne sahip olduğu tüzel kişiler ile kendim, eşim ve ikinci dereceye kadar kan ve sıhri hısımlarım arasında; son beş yıl içinde önemli görev ve sorumluluklar üstlenecek yönetici pozisyonunda istihdam ilişkimin bulunmadığını, sermaye veya oy haklarının veya imtiyazlı payların %5'inden fazlasına birlikte veya tek başıma sahip olmadığımı ya da önemli nitelikte ticari ilişki kurulmadığımı,
- Son beş yıl içerisinde, başta şirketin denetimi (vergi denetimi, kanuni denetim, iç denetim de dahil), derecelendirilmesi ve danışmanlığı olmak üzere, yapılan anlaşmalar çerçevesinde şirketin önemli ölçüde hizmet veya ürün satın aldığı veya sattığı şirketlerde, hizmet veya ürün satın alındığı veya satıldığı dönemlerde, ortak (%5 ve üzeri), önemli görev ve sorumluluklar üstlenecek yönetici pozisyonunda çalışan veya yönetim kurulu üyesi olmadığımı,
- Bağımsız yönetim kurulu üyesi olması sebebiyle üstleneceği görevleri gereği gibi yerine getirecek mesleki eğitim, bilgi ve tecrübeye sahip olduğumu,
- Bağlı oldukları mevzuata uygun olması şartıyla, üniversite öğretim üyeliği hariç, üye olarak seçildikten sonra kamu kurum ve kuruluşlarında tam zamanlı çalışmayacağımı,
- 31/12/1960 tarihli ve 193 sayılı Gelir Vergisi Kanunu (G.V.K.)'na göre Türkiye'de yerleşik sayıldığımı,

Şirket faaliyetlerine olumlu katkılarda bulunabilecek, şirket ile pay sahipleri arasındaki çıkar çatışmalarında tarafsızlığımı koruyabilecek, menfaat sahiplerinin haklarını dikkate alarak özgürce karar verebilecek güçlü etik standartlara, mesleki itibara ve tecrübeye sahip olduğumu,

- Şirket faaliyetlerinin işleyişini takip edebilecek ve üstlendiği görevlerin gereklerini tam olarak yerine getirebilecek ölçüde şirket işlerine zaman ayırabileceğimi,
- Şirketin yönetim kurulunda son on yıl içerisinde altı yıldan fazla yönetim kurulu üyeliği yapmadığımı,
- Aynı kişinin, şirketin veya şirketin yönetim kontrolünü elinde bulunduran ortakların yönetim kontrolüne sahip olduğu şirketlerin üçten fazlasında ve toplamda borsada işlem gören şirketlerin beşten fazlasında bağımsız yönetim kurulu üyesi olarak görev almıyor olduğumu,

- Yönetim kurulu üyesi olarak seçilen tüzel kişi adına tescil ve ilan edilmemiş olduğumu
- beyan ederim.



KEMAL USLU