

**MEETING MINUTES OF THE ORDINARY GENERAL ASSEMBLY OF
NATUREL YENİLENEBİLİR ENERJİ TİCARET ANONİM SİRKETİ DATED
25.12.2020**

The Ordinary General Assembly Meeting of NATUREL YENİLENEBİLİR ENERJİ TİCARET ANONİM SİRKETİ for the year 2019 was held at the address of Kızılırmak neighbourhood 1450 Street ATM Plaza B/14 No:1/68 Cankaya Ankara at 08.30 am on 25.12.2020, with the presence of Ministry Representative Mr. Satılmış Batur assigned by a letter numbered 94566553-431.03-E00060073643 and dated 24.12.2020 of the Ankara Provincial Directorate of Customs and Commerce.

The meeting invitation in accordance with the Law and the Articles of Association, including the meeting agenda, according to article 414 of Turkish Commercial Code, has been announced in a timely manner on the 10215 numbered Official Gazette dated 2.12.2020 and numbered 10125 on the Public Disclosure Platform dated 30.11.2020 and on our company's website addressed at www.naturelenerji.com.tr and on the Electronic General Assembly System of the Central Registry Agency.

In the examination of the list of attendees, 33,000,000 total shares (A Group 3,000,000 - B Group 18,033,622) with a nominal value of 1 TL corresponding to a capital of 33,000,000 TL (A Group 3,000,000 - B Group 30,000,000) upon understanding that the share of TL 21,033,622 was represented at the meeting and thus, understanding that the meeting quorum stipulated in both the law and the articles of association. The meeting was opened by Cem GÖÇMEN, the Vice Chairman of the Board of Directors, and the agenda was discussed simultaneously in physical and electronic media.

1. Cem GÖÇMEN was unanimously elected, Vice Chairman of the Board of Directors, as the chairman of the meeting and Gökhan KILIÇ as the secretary. Semih KÖKDEN, who has a certificate, was appointed by the meeting chairman to use the Electronic General Assembly system.
2. The chairmanship of the meeting was unanimously authorized to sign the minutes of the General Assembly.
3. Due to the fact that the Annual Report of the Board of Directors for the year 2019, excluding the announcement and meeting days, was available for review by the shareholders at the Company headquarters, at www.naturelenerji.com.tr and on the Public Disclosure Platform within the legal period three weeks before the date of the general assembly meeting, it was recommended not to read again. The motion was accepted unanimously. It was submitted to discussion. No one took the floor. It was put to the vote, the Annual Report of the Board of Directors was accepted unanimously. Approved.
4. Independent Audit Report Summary of the fiscal period 01.01.2019 – 31.12.2019 was read by Hikmet Köker from Köker Yeminli Mali Müşavirlik ve Bağımsız Denetim A.Ş.
5. Due to the fact that the Financial Statements of the year 2019, excluding the announcement and meeting days, was submitted for the review of the shareholders at the Company headquarters, at www.naturelenerji.com.tr and on the Public Disclosure Platform within the legal period three weeks before the date of the general assembly meeting, it was recommended not to read again. The motion was accepted unanimously. Financial Statements of the year 2019 were submitted to discussion. No one took the floor. It was put to the vote and unanimously accepted in the voting.
6. The acquittal of the Members of the Board of Directors started due to the activities and accounts of 2019. Board Members were acquitted unanimously during the voting. Board members did not vote for their own acquittal.
7. Selection decision of the independent external audit of the company for the fiscal period 01.01.2020 - 31.12.2020 by Köker Yeminli Mali Müşavirlik ve Bağımsız Denetim A.Ş., in accordance with the provisions of the Turkish Commercial Code No. 6102 and Capital Market Law No. 6362, The Board of Directors Proposal Resolution dated 30.03.2020 and numbered 2020/9 was submitted to the approval of the General Assembly and approved unanimously.
8. Due to the fact that Dividend Distribution Policy of our company, excluding the announcement and meeting days, was submitted for the review of the shareholders at the Company headquarters, at

www.naturelenerji.com.tr and on the Public Disclosure Platform within the legal period three weeks before the date of the general assembly meeting, it was recommended not to read again. The motion was accepted unanimously.

The Dividend Distribution Policy was put to the vote of shareholders and unanimously approved.

9. In accordance with the Capital Markets Board's Communiqué on Dividend number II-19-1 and published in the Official Gazette dated 17.05.2020, valid until 30.09.2020, and then published in the Official Gazette dated 18.09.2020, extended until 31.12.2020 with the Presidential Decree No. 2948, it was decided to prohibit the distribution of more than twenty-five percent of the profit distribution specified in the first paragraph of Temporary Article 13 of the Turkish Commercial Code, and it was stated that retained earnings and profit reserves could not be subject to distribution. In this context, the proposal not to distribute dividends based on the proposal of our Board of Directors dated 30.11.2020 and numbered 2020/24 regarding the year 2019 period was submitted for approval. The voting was accepted unanimously.
10. During the period, our Company's Independent Board Member Mr. Fatih Tok resigned and Mr. Ziya Akbaş appointed by the decision of the board of directors dated 18.09.2019 and numbered 2019/41 to be submitted to the approval of the first general assembly according to Article 363 TCC as an Independent Member of the Board of Directors. Independent Board Member Ziya Akbaş's Board Membership has been unanimously approved until 24.04.2022. Due to the minimum requirement of 6 members of board of directors and Ms. Hilal Aslan was unanimously appointed as member of the board of directors until 24.04.2022 to complete the remaining period after the resignation of Ms. Şafak Tombak on 25.07.2019. The appointed members of the Board of Directors were presented to the approval of the general assembly and were unanimously accepted.
11. Due to the fact that the Remuneration Policy of our Company, excluding the announcement and meeting days, was submitted for the review of the shareholders at the Company headquarters, at www.naturelenerji.com.tr and on the Public Disclosure Platform within the legal period three weeks before the date of the general assembly meeting, it was recommended not to read again. The motion was accepted unanimously.
The Remuneration Policy was put to the vote of the shareholders and was unanimously approved.
12. The negotiation and approval of the remuneration of the Members of the Board of Directors were open to discussion. As a result of the voting, it was unanimously accepted that the Chairman of the Board of Directors to be paid a net monthly wage of 28,750 TL, the Independent Board Members to be paid a net monthly wage of 3,000 TL, and that the Deputy Chairman of the Board and the Members of the Board of Directors did not receive any wages other than the salary they were assigned to in the Company.
13. Due to the fact that Donation and Charities Policy of our company, excluding the announcement and meeting days, was submitted for the review of the shareholders at the Company headquarters, at www.naturelenerji.com.tr and on the Public Disclosure Platform within the legal period three weeks before the date of the general assembly meeting, it was recommended not to read again. The motion was accepted unanimously.
Donation and Charities Policy was put to the vote of shareholders and unanimously approved.
14. Donations and Charities were put on the agenda at the Ordinary General Assembly Meeting of the relevant year, and presented to the shareholders, and they were informed that there were no donations and charities made in 2019. It was unanimously decided to set an upper limit for donations and charities in 2020, limited with 2% of 2019 consolidated revenue.
15. Due to the fact that Information Policy of our company, excluding the announcement and meeting days, was submitted for the review of the shareholders at the Company headquarters, at www.naturelenerji.com.tr and on the Public Disclosure Platform within the legal period three weeks before the date of the general assembly meeting, it was recommended not to read again. The motion was accepted unanimously.
The Information Policy was put to the vote of the shareholders and was unanimously approved.
16. Within the framework of CMB Corporate Governance Principles and Articles 395 and 396 of the TCC No 6102, shareholders who have a management control, shareholder members of the Board of Directors, managers with administrative liability and their spouses, relatives by blood or marriage up to second degrees; in order to be able to perform transactions and compete with the company or its subsidiaries,

which may cause conflict of interest, to carry out transactions with the company on behalf of themselves or someone else, to perform the activities within the field of activity of the company in person or on behalf of others and to be a partner in companies that do the same type of work as an unlimited partner and to perform other transactions, it was unanimously decided to give permission within the framework of Articles 395 and 396 of the TCC and CMB regulations. Shareholders were informed about the transactions carried out within this scope in 2019.

17. Within the scope of Article 12/4 of the "Corporate Governance Communiqué of the Capital Markets Board (II-17.1), the general assembly was informed about the income or benefits obtained from the guarantees, pledges, mortgages and sureties given by the company in favor of third parties.
18. The general assembly was terminated at 09:02 am, without appealing to the decisions taken by the meeting chair in the wishes and recommendations. This report has been written and signed by us at the site. 25.12.2020

Chairman of the
Meeting

Cem GÖÇMEN

Secretary

Gökhan KILIÇ

MINISTRY REPRESENTATIVE

Satılmış Batur