

TRADE REGISTRY GAZETTE OF TURKEY

17 NOVEMBER 2022 – NO.10706

pp.315-316

**FROM THE ISTANBUL TRADE REGISTRY OFFICE OF THE REPUBLIC OF
TURKEY**

Notice Serial No.: 255524

Central Registration System (MERSİS) No.: 0924045429400014

Commercial Register/File No.: 729476-0

Commercial Designation:

ENKA KIRKLARELİ ELECTRICITY GENERATION A.Ş.

Former Commercial Designation:

VERBENA ENERGY INDUSTRY AND TRADE A.Ş.

**Address: ENKA Block No.6, Zincirlikuyu Yolu Sokak, Balmumcu neighbourhood,
Beşiktaş /ISTANBUL**

Notice is hereby given that the following particulars related to the Company the details of which are given above have been registered on 17.11.2022 in accordance with the provisions of the Turkish Commercial Code and on the basis of the documents presented to our office.

Particulars registered: Board of Directors/Authorised Officials; Designation; Address; Internal Management Regulation.

Documents Attesting to the Particulars Registered: General Assembly Decision Dated 15.11.2022 Certified by the 1st Public Notary of Beşiktaş on 15.11.2022 under Certification No. 36656; Decision No.6 of the Board of Directors Dated 15.11.2022 Certified by the 1st Public Notary of Beşiktaş on 15.11.2022 under Certification No. 36654; Decision No.7 of the Board of Directors Dated 15.11.2022 Certified by the 1st Public Notary of Beşiktaş on 15.11.2022 under Certification No. 36655.

BOARD OF DIRECTORS/AUTHORISED OFFICIALS

AĞAH MEHMET TARA, of Turkish nationality with ID number 134*****90, resident in SARIYER/ISTANBUL has been elected Member of the Board of Directors until 15.11.2025.

CEM ÇELİKLER, of Turkish nationality with ID number 133*****72, resident in BEŞİKTAŞ/ISTANBUL has been elected Member of the Board of Directors until 15.11.2025.

İLHAN GÜCÜYENER, of Turkish nationality with ID number 289*****76, resident in KADIKÖY/ISTANBUL has been elected Member of the Board of Directors until 15.11.2025.

CELİL METİN, of Turkish nationality with ID number 485*****10, resident in ÜSKÜDAR/ISTANBUL, who was previously a Member of the Board of Directors, has ceased to be a member.

NEWLY APPOINTED REPRESENTATIVES

CEM ÇELİKLER, of Turkish nationality with ID number 133*****72, resident in BEŞİKTAŞ/ISTANBUL, has been selected as Authority to Represent the (VICE-CHAIR OF THE BOARD OF DIRECTORS) until 15.11.2022. Form of Authorisation: Authorised to Represent Jointly with either (AĞAH MEHMET TARA) or (İLHAN GÜCÜYENER).

AĞAH MEHMET TARA, of Turkish nationality with ID number 134*****90, resident in SARIYER/ISTANBUL, has been selected as Authority to Represent the (CHAIR OF THE BOARD OF DIRECTORS) until 15.11.2022. Form of Authorisation: Authorised to Represent Jointly with either (CEM ÇELİKLER) or (İLHAN GÜCÜYENER).

İLHAN GÜCÜYENER, of Turkish nationality with ID number 289*****76, resident in KADIKÖY/ISTANBUL, has been selected as Authority to Represent the (MEMBER OF THE BOARD OF DIRECTORS) until 15.11.2022. Form of Authorisation: Authorised to Represent Jointly with either (AĞAH MEHMET TARA) or (CEM ÇELİKLER).

CHANGE IN THE DISTRIBUTION OF DUTIES

CELİL METİN, of Turkish nationality with ID number 485*****10, resident in ÜSKÜDAR/ISTANBUL, who was previously the Chair of the Board of Directors, has ceased to hold this duty.

CELİL METİN, of Turkish nationality with ID number 485*****10, resident in ÜSKÜDAR/ISTANBUL, who was previously Authorised to Represent the (Chair of the Board of Directors) has ceased to hold this duty.

NEW FORM OF AMENDED ARTICLES:

DESIGNATION

Article 2-

The designation of the Company is **ENKA KIRKLARELİ ELECTRICITY GENERATION A.Ş.**

ADDRESS:

Article 4-

The address of the Company the details of which are given above has moved from SÜLEYMAN SEBA CAD. NO.15, Beşiktaş/ISTANBUL to ENKA BLOCK NO. 6, ZİNCİRLİKUYU YOLU SK., BALMUMCU NEIGHBOURHOOD, BEŞİKTAŞ/ISTANBUL.

INTERNAL MANAGEMENT REGULATION

DECISION OF THE BOARD OF DIRECTORS OF ENKA KIRKLARELİ ELECTRICITY GENERATION A.Ş

DECISION NO.: 2022/07

DATE OF DECISION: 15.11.2022

THOSE PRESENT

Ağah Mehmet Tara

Cem Çelikler

İlhan Gücüyener

TITLE OF DECISION: Approval of the internal directive concerning authority to represent and bind

The Board of Directors of **ENKA KIRKLARELİ ELECTRICITY GENERATION A.Ş.** (“the Company”) has adopted the following decisions on the date stated above:

It has been unanimously decided:

to approve the Internal Directive on Authority to Represent and Bind which has been drawn up in accordance with the Articles of Incorporation of the Company and with Articles 367 and 371ff of the Turkish Commercial Code, and which is annexed to this decision, and to register and publish this decision with the Istanbul Trade Registry Office.

Chair of the Board of Directors Ağar Mehmet Tara

Vice-Chair of the Board of Directors Cem Çelikler

Member of the Board of Directors İlhan Gücüyener

INTERNAL DIRECTIVE NO. 1 OF 15.11.2022 OF THE BOARD OF DIRECTORS CONCERNING THE REPRESENTATION AND MANAGEMENT OF ENKA KIRKLARELİ ELECTRICITY GENERATION A.Ş. (“THE COMPANY”) CONCERNING THE AUTHORITY TO REPRESENT AND BIND

(“INTERNAL DIRECTIVE”)

Internal Directive No. 2022/01

Date of Internal Directive: 15/11/2022

The Board of Directors of the Company has discussed the matters stated below and unanimously determined to draw up, register and publish an Internal Directive.

Purpose and Scope:

Article 1

The purpose of this Internal Directive is to set out the principles and procedures for the allocation of limited authority within the framework of the provisions of the law, the relevant legislation and the articles of incorporation. This Internal Directive has been drawn up to form a basis for the decisions of **ENKA Kırklareli Electricity Generation A.Ş.** on the allocation of limited authority.

Basis

Article 2

This Internal Directive has been drawn up by the Board of Directors in accordance with the principles for the use of internal directives on limited authority within companies contained in Articles 367 and 371 of the Turkish Commercial Code (Law No.6102).

Principles for the Allocation of Limited Authority

Article 3

The framework for the authorities to be granted to limited officials to be appointed to the company has been determined with the authorities and limitations stated in the following articles.

Officials with higher-level rights of signature shall also possess the authority to sign lower-level documents.

OPERATIONS TO BE CONDUCTED BY OFFICIALS WITH CLASS A RIGHTS OF SIGNATURE

1. Two Class **A** signatories, one of whom shall be the Chair of the Board of Directors and the other either the Vice-Chair of the Board of Directors or the Member of the Board of Directors, shall be authorised to represent and bind by casting their **JOINT** signatures over the designation of the Company with respect to: the cession, sale or transfer of immoveable property, facilities and share certificates, and of immaterial rights such as designations, trade marks, licences, patents and concessions, belonging to the Company; the mortgaging of immoveable properties belonging to the Company, the establishment of other real and personal rights upon these assets and the use of these assets, the signing of credit agreements and of commitments, proposals and contracts with a value of over **TRY20,000,000**; the provision of security or any kind of guarantees to third parties in the name of the Company; the sale or pledge of securities included among the assets of the Company; participation in the ownership of other companies; the purchase of immoveable properties; the cession, settlement or release of receivables or other rights on the records of the Company, the acceptance of cessions, entering into arbitration agreements or terms, the appointment of commercial representatives, and the assignment of for operations and transactions that may create liabilities and commitments for the Company.

2. Aside from the matters listed in item (1.) above, the two Class **A** signatories shall be authorised to represent and bind by casting their **JOINT** signatures over the designation of the Company with respect to the representation of the Company vis-à-vis public and private offices, banks, judicial authorities and third persons and to: the conclusion of binding contracts, business and transactions other than those in item (1.), the arrangement of overdrafts, the signature of collective labour agreements, the cancellation as required of mortgages and other real and personal guarantees obtained in favour of the Company and in sum in the representation of the Company and the conduct of operations and transactions binding upon it in financial, legal, commercial and administrative areas.

OPERATIONS TO BE CONDUCTED WITH THE JOINT SIGNATURES OF OFFICIALS WITH CLASS A AND CLASS B RIGHTS OF SIGNATURE

3. One of the Class **A** signatories and one of the Class **B** signatories shall be authorised to represent and bind by casting their **JOINT** signatures over the designation of the Company with respect to those of the operations and transactions stated in item (2.) above that have a value of not more than **TRY1,000,000** and to: the purchase and sale of machinery and equipment; the opening of current accounts with positive balances in banks; the conclusion of agreements for the sale of goods; the drafting and signature of schedules and declarations to be presented to the Finance and Customs administrations; the signature of miscellaneous labour contracts; the arrangement of mortgages, pledges or other real rights in favour of the Company; the drafting and endorsement of cheques, policies and promissory notes (bonds), and the drafting and signature of invoices and receipts.

OPERATIONS TO BE CONDUCTED WITH THE JOINT SIGNATURE OF OFFICIALS WITH CLASS B RIGHTS OF SIGNATURE

4. Two of the Class **B** signatories shall be authorised to represent and bind by casting their **JOINT** signatures over the designation of the Company with respect to those of the operations and transactions stated in item (2.) above that have a value of not more than **TRY500,000** and to: the endorsement of cheques and bonds drawn up or endorsed in the name of the Company or made out in the name of the bearer for the purpose of depositing them in bank accounts opened in the name of the Company; the drafting and signature of declarations other than those to be presented to the Finance and Customs administrations; the making out of pay slips and debt receipts, the making out of cheque and bond receipt slips; the purchase and sale of

office equipment and transport vehicles, and the signature of instructions for transfers or remittances from bank accounts in the name of the Company.

OPERATIONS TO BE CONDUCTED WITH THE JOINT SIGNATURES OF ONE OF THE OFFICIALS WITH CLASS B AND ONE OF THE OFFICIALS WITH CLASS C RIGHTS OF SIGNATURE

One of the Class **B** signatories and one of the Class **C** signatories shall be authorised to represent and bind by casting their **JOINT** signatures over the designation of the Company with respect to those of the operations and transactions stated in item (2.) above that have a value of not more than **TRY100,000** and to: the representation and binding of the company in business and transactions other than those stated in items (1.), (2.), (3.), (4.) and which do not create a debt or commitment on the past of the Company, and the receipt and issue of notifications from and to public offices and private individuals and companies.

This Internal Directive was adopted at the meeting of the board of directors of **ENKA KIRKLARELİ ELECTRICITY GENERATION A.Ş.** on 15/11/2022 and shall enter into force upon its registration by the commercial register.

(17796208)

TRADE REGISTRY GAZETTE OF TURKEY

18 NOVEMBER 2022 – NO.10707

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**FROM THE ISTANBUL TRADE REGISTRY OFFICE OF THE REPUBLIC OF
TURKEY**

Notice Serial No.: 256839

Central Registration System (MERSİS) No.: 0924045429400014

Commercial Register/File No.: 729476-0

Commercial Designation:

ENKA KIRKLARELİ ELECTRICITY GENERATION A.Ş.

**Address: ENKA Block No.6, Zincirlikuyu Yolu Sokak, Balmumcu neighbourhood,
Beşiktaş /ISTANBUL**

Notice is hereby given that the following particulars related to the Company the details of which are given above have been registered on 18.11.2022 in accordance with the provisions of the Turkish Commercial Code and on the basis of the documents presented to our office.

Particulars registered: Board of Directors/Authorised Officials.

Documents Attesting to the Particulars Registered: Decision No.8 of the Board of Directors Dated 16.11.2022 Certified by the 1st Public Notary of Beşiktaş on 16.11.2022 under Certification No. 36469.

BOARD OF DIRECTORS/AUTHORISED OFFICIALS

NEWLY APPOINTED REPRESENTATIVES

ASİL SELMAN GÜMRÜKÇÜ, of Turkish nationality with ID number 521*****22, resident in SANCAKTEPE/ISTANBUL, has been elected as Authority to Represent (GENERAL MANAGER WITH B GROUP RIGHTS OF SIGNATURE) Until Notice is Given to the Contrary. Form of Authorisation: Limited Authorisation (Authorised in the Manner Stated in the Internal Directive).

Date and Number of the Trade Registry Gazette of Turkey in which the Internal Directive was Published: 17.11.22 – 10706

MUHARREM FATİH GÜVEN, of Turkish nationality with ID number 353*****68, resident in BEŞİKTAŞ/ISTANBUL, has been elected as Authority to Represent (DEPUTY GENERAL MANAGER WITH B GROUP RIGHTS OF SIGNATURE) Until Notice is Given to the Contrary. Form of Authorisation: Limited Authorisation (Authorised in the Manner Stated in the Internal Directive).

Date and Number of the Trade Registry Gazette of Turkey in which the Internal Directive was Published: 17.11.22 – 10706

TAHSİN KÖSEM, of Turkish nationality with ID number 105*****04, resident in SARIYER/ISTANBUL, has been elected as Authority to Represent (DEPUTY GENERAL MANAGER WITH B GROUP RIGHTS OF SIGNATURE) Until Notice is Given to the Contrary. Form of Authorisation: Limited Authorisation (Authorised in the Manner Stated in the Internal Directive).

Date and Number of the Trade Registry Gazette of Turkey in which the Internal Directive was Published: 17.11.22 – 10706

AYNUR OK, of Turkish nationality with ID number 356*****20, resident in KADIKÖY/ISTANBUL, has been elected as Authority to Represent (ACCOUNTS GROUP HEAD WITH C GROUP RIGHTS OF SIGNATURE) Until Notice is Given to the Contrary. Form of Authorisation: Limited Authorisation (Authorised in the Manner Stated in the Internal Directive).

Date and Number of the Trade Registry Gazette of Turkey in which the Internal Directive was Published: 17.11.22 – 10706

BÜLENT AYDIN, of Turkish nationality with ID number 347*****16, resident in GÜNGÖREN/ISTANBUL, has been elected as Authority to Represent (PROJECT MANAGER WITH C GROUP RIGHTS OF SIGNATURE) Until Notice is Given to the Contrary. Form of Authorisation: Limited Authorisation (Authorised in the Manner Stated in the Internal Directive).

Date and Number of the Trade Registry Gazette of Turkey in which the Internal Directive was Published: 17.11.22 – 10706

(17779905)

TRADE REGISTRY GAZETTE OF TURKEY

21 NOVEMBER 2022 – NO.10708

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FROM THE ISTANBUL TRADE REGISTRY OFFICE OF THE REPUBLIC OF TURKEY

Notice Serial No.: 254134

Central Registration System (MERSİS) No.: 0924045429400014

Commercial Register/File No.: 729476-0

Commercial Designation:

VERBENA ENERGY INDUSTRY AND TRADE A.Ş.

Address: Süleyman Seba Cad. No. 15, Beşiktaş /ISTANBUL

Notice is hereby given that the following particulars related to the Company the details of which are given above have been registered on 16.11.2022 in accordance with the provisions of the Turkish Commercial Code and on the basis of the documents presented to our office.

Particulars registered: Single Partnership Information.

Documents Attesting to the Particulars Registered:

Decision of the Board of Directors (Attached Decision of the Board of Directors) No. 2022/03 dated 10.11.2022 certified by the 24th Public Notary of Beyoğlu on 14.11.2022 under Certification No. 20117.

Decision of the Board of Directors No. 2022/04 dated 10.11.2022 certified by the 24th Public Notary of Beyoğlu on 14.11.2022 under Certification No. 20118.

Single Partnership Information

The Company is a Corporation (A.Ş.) with a single shareholder. This shareholder is ENKA İNŞAAT VE SANAYİİ ANONİM ŞİRKETİ, of Turkish Nationality, resident at the address Zincirlikuyu Yolu No.10, Balmumcu neighbourhood, Beşiktaş/İSTANBUL.

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