

## **WORKING PRINCIPLES OF THE AUDIT COMMITTEE OF AKFEN YENILENEBILIR ENERJİ A.S.**

### **1. Purpose**

Akfen Yenilenebilir Enerji A.S. (the Company) established the Audit Committee (“the Committee”) with the Decision of the Board of Directors, dated 25.01.2023 and numbered 2023/9, pursuant to the Corporate Management Principles regulated in the Capital Market Law No: 6362 (“CML”), the Turkish Commercial Law No. 6102 (“TCL”), the Corporate Management Communiqué (II- 17.1) of the Capital Market Board (“CMB”) and the applicable Corporate Management Communiqué that may be amended from time to time.

The purpose of the Committee is to monitor the Company's accounting system, public disclosure of financial information, independent audit, and the operation and effectiveness of the Company's internal control and internal audit system.

### **2. Structure of the Committee**

The Committee must consist of at least two members, and all members must be independent board members.

At least one of the committee members must have 5-year experience on audit/accounting and finance.

Care is taken for one board member not to take charge in more than one committee.

It is determined by the board of directors that which members the Committee will consist of, and it is declared in the PDP.

### **3. Duties and Responsibilities of the Committee**

The duties and responsibilities of the Committee are as follows:

- To disclose the accounting system and financial information of the Company to the public, to conduct the independent audit of the Company, and to supervisor the operation and effectiveness of the internal control and internal audit system of the Company,
- To elect the independent auditing firm, to prepare the independent audit contracts and initiating the independent audit process, and to supervise the works of the independent auditing firm at all stages,
- To determine the independent auditing firm from which the Company will receive service and the services to be received from such firm, and to submit them to the board of directors for approval,
- To examine and conclude the complaints received by the Company in relation to the accounting and internal control system as well as the independent audit of the Company, to establish the methods and criteria to be applied for the evaluation of the notifications made by the Company employees on the accounting and independent audit of the Company within the framework of the principle of confidentiality,
- To make the evaluations regarding the authenticity and accuracy of the annual and interim financial statements to be disclosed to the public with the accounting principles followed by the Company, to notify such evaluations to the board of directors in written along with the evaluations made by the Committee by obtaining the opinions of the managing directors and independent auditors of the Company,
- To immediately notify the board of directors of the findings related to the area of duty and responsibility of the Committee and the assessments and suggestions regarding the issue in written.

#### **4. Works and Meetings of the Committee**

The Committee convenes at least four times a year at least on a quarterly basis, the results of the meetings are recorded in the minutes and the decisions taken are submitted to the board of directors. A clarification must be made in the annual activity report with regard to the activities of the Committee and the results of the meeting. It is also specified in the annual activity report that how many times the Committee makes a written notice to the board of directors within the account period.

The Committee may invite any persons it deems necessary to its meetings and obtain their opinions.

The Committee benefits from the opinions of independent experts on the issues it deems necessary in relation to its activities. The fee for the consultancy services needed by the Committee is covered by the Company. However, in such case, the information on the person/entity from whom/which service is received and the information on whether such person/entity has any relation with the Company are set forth in the activity report.

#### **5. Changes in the Working Principles of the Committee**

The change proposals for these working principles are submitted to the Board of Directors by the Committee. The prepared proposals are put on the agenda at the first meeting of the Board of Directors.

#### **6. Enforcement**

These working principles and the relevant changes and updates come into force with the decision of the Board of Directors.