

BİOTREND ÇEVRE VE ENERJİ YATIRIMLARI ANONİM ŞİRKETİ
(“COMPANY”)

PROFIT DISTRIBUTION POLICY

1. Purpose

The purpose of the profit distribution policy is to determine the profit distribution principles of the Company in accordance with the regulations and the provisions of the Articles of Association, and for the shareholders to foresee the principles and procedures for the distribution of the Company's future profits. The Company pays utmost care to maintain a balance between the interests of the shareholders and the interests of the Company in profit distribution.

The Company complies with the Capital Markets Law No. 6362 (“CML”), Turkish Commercial Code No. 6102 (“TCC”), capital markets legislation and other applicable legislation and regulations in relation to the profit distribution. The Company pays utmost care to maintain compliance with Corporate Governance Principles included in the Corporate Governance Communiqué issued by the Capital Markets Board (“CMB”) as amended time to time.

The Profit Distribution Policy of the Company is developed in compliance with the CMB Corporate Governance Communiqué (II.7.1) and Dividend Communiqué (II-19.1) and announced to all stakeholders, notably shareholders on the Company website (www.biotrendenerji.com.tr).

2. Powers and Responsibilities

Profit Distribution Policy has been developed by the Board of Directors in compliance with the CMB Corporate Governance Principles and submitted to the approval of shareholders as a separate item in the agenda of the general assembly meeting of the Company. The Board of Directors is authorized and responsible for monitoring, supervising, developing and updating the Company's Profit Distribution Policy. Amendments to be made to the Profit Distribution Policy are first approved by the board of directors, then announced to the public in line with requirements for material disclosures, and submitted for the approval of the shareholders at the general assembly meeting, and published on the Company website (www.biotrendenerji.com.tr).

3. Profit Distribution Principles

For the distribution of previous years' profits and the annual dividend payment, the Board of Directors presents a profit distribution proposal to the General Assembly, taking into account the performance of the Company, economic conditions, and investments and cash flow of the Company in that year. The main policy of the Company is to follow a balanced policy between the interests of the shareholders and the interests of the Company in line with the criteria determined in accordance with the Capital Markets Legislation.

In principle, as long as the applicable regulations and financial results allow, shareholders are distributed at least 50% of the distributable period profit calculated within the framework of the capital market legislation, taking into account market expectations, our long-term strategy, capital requirements, investment and financing policies, profitability and cash position of the Company and of its subsidiaries and affiliates. The dividend can be distributed as cash or free of charge to the partners by adding profit to the capital, or a certain amount of cash can be distributed as bonus shares at a certain rate.

The dividend is distributed equally to all of the existing shares as of the date of distribution, regardless of the date of issue, and acquisition of the shares. The Company does not have any shares with dividend privileges.

Unless the legal reserves that have to be set aside under TCC and dividends determined in the Articles of Association or profit distribution policy are allocated for the shareholders, it cannot be decided to allocate other reserves, to transfer profits to the following year, and to distribute dividends to members of the board of directors and employees of the company and individuals other than shareholders, and unless the determined dividend is paid, no share from the profit can be paid to these individuals.

The place and time of the profit distribution, which is decided in accordance with the provisions of the applicable legislation at the General Assembly, are announced to the shareholders through the material disclosure sent through the Public Disclosure Platform and on the Company website. The aim is to make the profit distribution within one month at the latest after the General Assembly meeting, and the General Assembly decides on the profit distribution date. The General Assembly or, if authorized, the Board of Directors may decide to distribute the dividends in installments in accordance with the capital market legislation.

The Board of Directors may distribute advance dividends, provided that it is authorized by the General Assembly and complies with the capital markets legislation.

4. Dividend Distribution Principles

Dividend distribution principles are regulated in Article 13 (“*Determination and Distribution Profit*”) of the Articles of Association of the Company.

The Company complies with the TCC and the capital markets legislation when determining and distributing profits.

The net profit for the period, which remains after deducting the Company's general expenses and the amounts required to be paid and set aside by the Company such as miscellaneous depreciation and the mandatory taxes to be paid by the Company's legal entity, and if any, the previous years' losses from the revenues determined at the end of the operating period of the Company and shown in the annual balance sheet, is distributed according to the below order and rules:

General Legal Reserve Fund:

(a) Five percent of the annual profit is allocated to legal reserves until it reaches twenty percent of the capital.

First Dividend:

(b) From the remaining amount (over the amount to be calculated by adding the amount of donations made within the year, if any), the first dividend is allocated in compliance with the Company's profit distribution policy, the Turkish Commercial Code and the Capital Markets legislation.

(c) After the above deductions have been made, the general assembly has the right to decide on the distribution of the dividend to the members of the board of directors, employees of the Company, and people other than shareholders.

Second Dividend:

After deducting the amounts specified in subparagraphs (a), (b) and (c) from the net period profit, the general assembly will be able to distribute it partially or completely as second dividend or set aside as voluntarily reserve fund in accordance with Article 521 of the Turkish Commercial Code.

General Legal Reserve Fund:

After deducting the 5% dividend from the part decided to be distributed to shareholders and other persons participating in the profit, ten percent of the balance is added to the general legal reserve in accordance with the second paragraph of Article 519 of the TCC.

Unless the legal reserves that have to be set aside under TCC and dividends determined in the Articles of Association or profit distribution policy are allocated for the shareholders, it cannot be decided to allocate other reserves, to transfer profits to the following year, to distribute dividends to members of the board of directors and employees of the company and individuals other than shareholders, and unless the determined dividend is paid, no share from the profit can be paid to these individuals.

Dividends are distributed equally to all existing shares as of the date of distribution, regardless of the issue and acquisition dates of the shares.

The distribution method and time for the profit to be distributed are decided at the General Assembly upon the proposal of the board of directors on this matter.

According to provisions of this Articles of Association, the profit distribution decision made by the General Assembly cannot be withdrawn unless legally permitted.

5. Advance Dividend Distribution Principles

Article 14 (“Advance Dividends”) of the Articles of Association of the Company provides as follows: *“The General Assembly may decide to distribute advance dividends to shareholders under the CML and other applicable legislation. Calculation and distribution of the amount of advance dividends are made according to the applicable legislation. The general assembly may decide to authorize the board of directors to distribute advance dividends, provided that such authorization is limited to the relevant accounting period.”*