



# IC ENTERRA

Renewable Energy

## REMUNERATION POLICY

### 1. Purpose

The purpose of the remuneration policy is to establish the principles of remuneration for the members of the board of directors and executives with administrative responsibility, in accordance with the regulations to which the Company is subject and the provisions of the Articles of Association, while taking into account the long-term goals of the Company.

The Company complies with the Capital Markets Law No. 6362, the Turkish Commercial Code No. 6102 ("TCC"), capital markets legislation, and other relevant laws and regulations regarding remuneration. The Company pays utmost attention to the implementation of the principles stated in the Corporate Governance Principles regulated under the Capital Markets Board's ("CMB") Corporate Governance Communiqué, which may be amended from time to time.

The Company's Remuneration Policy has been prepared in accordance with the CMB's Corporate Governance Communiqué (II-17.1) and is disclosed to all stakeholders, especially shareholders, through the Company's website ( [www.icenterra.com.tr](http://www.icenterra.com.tr) ).

### 2. Authority and Responsibility

The Remuneration Policy has been established by the Board of Directors within the framework of the CMB Corporate Governance Principles and has been presented as a separate agenda item at the Company's general assembly meeting for the information and opinion of shareholders. The monitoring, oversight, development, and necessary updates of the Company's remuneration policy fall under the authority and responsibility of the Board of Directors. Any amendments to the Remuneration Policy shall be published on the Company's website following the approval of the Board of Directors and after being presented to the shareholders for their information and opinion at the general assembly meeting.

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### 3. Principles of Remuneration

The remuneration committee—or in its absence, the corporate governance committee—submits its recommendations regarding the remuneration of board members and executives with administrative responsibility to the board of directors.

The board of directors is responsible for achieving the Company’s publicly disclosed operational and financial performance targets. Whether or not these targets have been met, along with the reasons for any shortfall, is disclosed in the annual activity report. The board of directors conducts self-assessments and performance evaluations at the level of the board as a whole, individual members, and executives with administrative responsibility. The remuneration of board members and executives is determined based on these evaluations.

In general, when determining the level of remuneration, the following criteria are taken into consideration: the structure and competitive conditions of the sector in which the Company operates, the scope of ongoing activities, the scale and diversity of its business lines, the structure and relative weight of its subsidiaries and affiliates, the required level of expertise, and the number of employees. The remuneration of executives with administrative responsibility is scaled based on the knowledge, skills, competence, experience level, scope of responsibilities, and problem-solving criteria required by the position, within the context of the Company’s operational diversity and volume. While determining fixed monthly salaries according to the designated levels, internal equity is maintained, and remuneration surveys involving leading companies in the same sector and fields of activity across Turkey are utilized. In this way, a fair and market-competitive remuneration policy is ensured within the Company.

The remuneration of executives with administrative responsibility is determined by a board resolution, while the remuneration of board members is determined by a general assembly resolution. The remuneration of independent board members is set at a level that preserves their independence, and, in accordance with Corporate Governance Principles, profit sharing, stock options, or performance-based payment plans linked to Company performance cannot be applied. All payments and other benefits provided to board members and executives with administrative responsibility are publicly disclosed via the annual activity report. Disclosure on an individual basis is essential.