**Two important pioneers of the energy sector met for the Share Purchase Agreement**

**A share purchase agreement was signed between Zorlu Energy, one of the leading companies in the sector, which provides 100% of its electricity production in Turkey from renewable energy sources, and PALMET Energy, the first investor and another leading company in the sector.**

Zorlu Energy and PALMET, two pioneers of the Turkish energy sector, met in line with their long-term strategic goals. One of the most important purchases of 2024 regarding gas distribution and supply activities was carried out between PALMET and Zorlu Energy. The Share Purchase Agreement was made for the purpose of selling all the shares of “Zorlu Enerji Dağıtım AŞ”, which owns the participation shares of “Trakya Bölgesi Doğal Gaz Dağıtım AŞ,” “Gazdaş Gaziantep Doğal Gaz Dağıtım AŞ” and “Zorlu Doğal Gaz Tedarik Ticaret AŞ.” The Agreement was signed between the parties on 13.02.2024.

**Zorlu Energy Board Member Selen Zorlu Melik**, who signed the “Share Purchase Agreement,” said: "Today, we are transferring our Natural Gas Distribution Companies, which we have developed with great effort since 2006, to PALMET. We would like to wholeheartedly thank all our colleagues who contributed to the journey of our companies. We hope that the Agreement will be beneficial and auspicious for both groups.”

**Sharing his views on the Agreement, Zorlu Energy CEO Sinan Ak said**: “As Zorlu Energy, we have been continuing to strengthen our investments focused on renewable energy and electrification and to diversify our Company portfolio in this direction for a long period of time. Within this framework, we decided to transfer our activities in gas distribution, which we have been successfully carrying out for a long time, in order to focus on our activities in renewable energy. We hope that the Share Purchase Agreement we signed in this regard will be beneficial for our country. As Zorlu Energy, we will continue to focus on renewable energy sources such as geothermal, wind and solar in the forthcoming period, and to contribute to our country's energy by bringing the energy of the future to today with new investments in energy technologies and storage.”

**Doğanay Samuray, the Chairman of PALMET Group Companies**, reminded that they are a 40-year-old company of the 100-year-old Turkish Republic and said: “We continue to carry out the most efficient work in line with Turkey's energy policies and strategies. When making this purchasing decision, PALMET Energy set out to include distribution regions with high consumption volumes in its operation area and to strengthen the natural gas import, export and wholesale supply chain. PALMET's experience in the sector, besides its ever-developing technological infrastructure systems that will be used in a wider area, will increase the added value it offers. This strategic step will also support us in achieving our long-term growth and sustainability goals.”

With the Agreement signed between Zorlu Energy and PALMET Energy, the process of transferring the shares of “Zorlu Enerji Dağıtım AŞ” was initiated.

PALMET Gas Group currently serves 1 million subscribers in 3 license regions, 2 cities and 32 districts. PALMET Energy, which manages approximately 10% of Turkey’s natural gas trade with an annual gas volume of 6 billion cubic meters, is among the most important electricity producers in Turkey with its installed power of 956 MW.

**The following statements were made by Zorlu Energy to Public Disclosure Platform (PDP):**

Within the framework of the investment policies and strategies of Zorlu Group, including our Company; It has been decided to sell all of the 895,150,000 shares with a nominal value of TL 1 each representing the capital of our subsidiary "Zorlu Enerji Dağıtım AŞ," in which our Company participates 100% in the capital, together with all its rights and debts, to Palmet Enerji AŞ, registered in the Istanbul trade registry with registration number of 201308-0, provided that legal permissions are obtained and payment of the share purchase amount to be adjusted according to the terms and conditions of the Agreement is made on the Closing Date. In this regard, the "Share Purchase Agreement" was signed between the parties on 13/02/2024 (today).

Due to the uncertainty of the transaction until the negotiations between the parties regarding the sale of shares are concluded with the conclusion of the contract, it has been decided to postpone the public disclosure of the said information with the decision of the Board of Directors dated 29/11/2023, within the scope of Article 6 of the Capital Markets Board's Communiqué on Material Events, in order to avoid misleading investors and adversely affecting the bargaining power of our Company.

To access the PDP statement: <https://www.kap.org.tr/tr/Bildirim/1249331>