



**ALARKO GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.**  
**Annual Report 2022**

**March 31, 2023**  
General Assembly Meeting  
2022 Fiscal Year

Registered Capital  
TL 150.000.000

Issued Capital  
TL 64.400.000



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## MESSAGE FROM THE BOARD OF DIRECTORS

Dear Shareholders,

The economy began to recover at the close of 2021 when the COVID-19 pandemic, which had a significant impact on social and economic life, started to wane, and this trend continued in 2022. The rises in the general level of prices, which were previously believed to be temporary, took on a permanent character as a result of both the increase in demand brought on by this recovery and the persistence of issues in the supply process. Significant increases in inflation rates were caused by the unusual rise in energy costs brought on by geopolitical risks and the escalation of tensions into a hot war between Russia and Ukraine. As a consequence, we saw inflation rates in the world and in our country that had not been seen in many years.

Rising prices, particularly energy prices, have significantly reduced the purchasing power of low- and middle-income households. Governments have had to resort to various measures to mitigate this impact. These developments have made the fight against inflation a priority target for central banks once again. In anticipation of a brief increase in inflation, interest rate increases were kept modest beginning at the end of 2021, with aggressive rate increases gradually replacing them. Despite these rate hikes, by the end of 2022, inflation rates remained high, albeit with a pullback. It is anticipated that central banks, particularly those of advanced economies, will continue to raise interest rates in the first half of 2023, though at a more moderate pace. Tight monetary policies and rising interest rates have made it increasingly difficult to obtain affordable investment financing. All of these developments, combined with changes in geopolitical risks, will place downward pressure on growth rates in 2023.

Turkish economy continued to recover in 2022. Real growth was 7.5% in the first quarter, 7.7% in the second quarter, and 3.9% in the third quarter. The slowdown in growth that began in the third quarter continued in the fourth quarter, in line with international trends. The latest figures point to a real growth rate close to 5.5% for 2022. Again, in parallel with global developments, we witnessed a significant increase in inflation rates. Annual consumer inflation was 64.27%, while producer inflation reached 97.72%. While many central banks around the globe raised interest rates, the Central Bank of the Republic of Turkey maintained its policy of lowering interest rates. The policy rate was 9% by the end of 2022. Different policies were adopted to combat inflation and the rise in exchange rates. The success of these measures will be determined in 2023. Despite the slowdown in recent months, inflation is likely to remain higher than the desired level for at least some time in 2023.

Thanks to its strong asset and cash position, 2022 was a good year for our Company. Rental income from our assets has increased as the economy has recovered, particularly in the tourism sector. We expect this trend, especially the growth in the tourism sector, to continue in the coming years. In this background, we began a large-scale renovation and modernization investment in our tourism facility in Bodrum, which we included in our portfolio in the fourth quarter of 2021 in accordance with our long-term objectives. We have secured the necessary financing and made the necessary organization to complete this investment as quickly as feasible. We expect this facility to be a regular and significant source of income from 2025 onwards.

As always, we will look for favorable opportunities to strengthen our asset portfolio and make the best use of our assets in 2023.

Our Company successfully completed 2022 by adapting to rapidly and unexpectedly changing conditions. We would like to thank all of our employees who contributed to this process through their creative and selfless work, as well as our valued shareholders who have supported us in our endeavors.

With these feelings and thoughts, we greet you all with respect and love and wish you a healthy and peaceful year.

**Board of Directors**



## BOARD OF DIRECTORS AND AUDITORS

<u>Board of Directors</u>	<u>Duty</u>	<u>Commencement Date of Duty</u>	<u>Expiry Date of Duty</u>
Mehmet Ahkemođlu	Chairman	29.03.2022	29.03.2025
Harun Hanne Moreno	Vice Chairman	29.03.2022	29.03.2025
Ümit Nuri Yıldız	Director	29.03.2022	29.03.2025
Alpaslan Serpen	Director	29.03.2022	29.03.2025
Hami Özçelik Çatalođlu	Director (Independent)	29.03.2022	29.03.2025
Mustafa Tansu Uslu	Director (Independent)	29.03.2022	29.03.2025
Bedriye Banu Köker	Director (Independent)	29.03.2022	29.03.2025

Except for General Manager, Harun Hanne Moreno, the other members of the Board of Directors have no executive duties in the Company's management

### Auditor

Güney Bađımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. (A Member Firm of Ernst & Young Global Limited)	29.03.2022	31.05.2023
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### Independent Auditor

Güney Bađımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. (A Member Firm of Ernst & Young Global Limited)	29.03.2022	31.05.2023
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### Powers and Limits of Members of the Board of Directors

The Chairman and Directors are having the power and responsibility in accordance with the Turkish Commercial Legislations and Company's Articles of Association.



## INFORMATION REGARDING MEMBERS OF THE BOARD

### **Mehmet AHKEMOĞLU**

#### ***Chairman of the Board of Directors***

Mehmet Ahkemoğlu was born in Ankara in 1964 and graduated from Ankara University, Faculty of Political Sciences, School of Economics in 1986. In 1996, he completed his Master's Degree in International Accounting and Auditing at Illinois University.

In 1986, Ahkemoğlu started working at the Ministry of Finance as Assistant Tax Inspector, in 1989 as Tax Inspector, in 1997-2004 as Department Head on the Revenues Administration of the Ministry of Finance, and in 2005 as Department Head on the Department of Revenues Management of the Revenues Administration. He resigned at the end of 2005 and joined the Alarko Group of Companies in 2006. He is the Chief Financial Officer of the Alarko Group of Companies. Ahkemoğlu who is also a member of the Board of various companies within the Alarko Group. He speaks English.

Mehmet Ahkemoğlu does not qualify as independent director according to the CMB's Communiqué Numbered II-17.1.

### **Harun Hanne MORENO**

#### ***Vice Chairman of the Board***

Moreno was born in Istanbul in 1960. In 1982, he graduated from the Industrial Engineering Department of the Faculty of Engineering of Boğaziçi University. Moreno completed his MBA at the Social Studies Institute of the Faculty of Business Administration of the same university in 2002.

Harun Moreno started to work at the Alarko Group of Companies in 1986. Following various middle and top management positions in the various units of the group, he was appointed general manager of the Alarko Real Estate Investment Partnership Co. in 2001. He is still holding this position.

Harun Hanne Moreno speaks English and Spanish. He is married and has two children.

### **Ümit Nuri YILDIZ**

#### ***Member of the Board***

Ümit Nuri Yıldız was born in Erzurum in 1966. He graduated from the Department of Business Administration, Faculty of Political Sciences of Ankara University in 1986. He obtained his MSc degree from University of Illinois. In 1987, he started working as Assistant Tax Inspector at Board of Auditors of the Ministry of Finance. Yıldız continued to work in the Ministry as Tax Inspector and Chief Tax Inspector until 1997. He was appointed Deputy General Manager of the Turkish Employment Organization in 1997. He resigned from his position and joined the Alarko Group of Companies in 1998. Yıldız who is presently working as Chief Executive Officer at Alarko Group is also a member of the Board of various companies within the group. Yıldız speaks English and is married with two children.

Ümit Nuri Yıldız does not qualify as independent director according to the CMB's Communiqué Numbered II-17.1.

### **Alpaslan SERPEN**

#### ***Member of the Board***

Born in 1977 in Balıkesir, Mr. Serpen graduated from the Department of Industrial Engineering, Faculty of Engineering, Middle Eastern Technical University in 1999. He received a Minor Degree in Finance, Department of Business Administration of METU during 1996-1999.

He embarked on his professional career in 1999 as Dealer in Department of Treasury Fund Management of Pamukbank. Joining Alarko Group of Companies as Feasibility Expert in 2005, Alpaslan Serpen worked in the fields of privatization tenders, acquisitions and mergers, investment



planning, company valuation, strategic planning and energy investments. He currently serves as Chief Strategy Officer of Alarko Group of Companies. Alpaslan Serpen is married and speaks English.

Alpaslan Serpen does not qualify as independent director according to the CMB's Communiqué Numbered II-17.1.

### **Hami Özçelik ÇATALOĞLU**

#### ***Independent Member of the Board***

Born in 1947 in Istanbul, Mr. Çataloğlu graduated from the Faculty of Economic and Administrative Sciences, Marmara University in 1973.

He embarked upon his professional career at Standart Belde Sanayi ve Ticaret A.Ş., a Koç Group company, where he served in the 1966-1976 period. He joined Alarko Group of Companies in 1980. Mr. Çataloğlu served in manager positions at various Group companies until 2008. He retired in 2008. Married with two children, Hami Özçelik Çataloğlu meets the independence criterion as per the CMB Communiqué No. II-17.1.

### **Mustafa Tansu USLU**

#### ***Independent Member of the Board***

Mustafa Tansu Uslu was born in Istanbul in 1944. He graduated from the French high school for boys, Saint Joseph, in 1962 and the İ.T.Ü. Faculty of Mechanical Engineering in 1968.

Uslu started his professional life at Seka General Management at Dalaman and worked there in the years between 1970 and 1974. He joined the Alarko Group of Companies in 1974 and took over executive responsibility in various companies within the group until 2007. Uslu worked as an executive at Avrasya Teknoloji Mühendislik ve İnşaat A.Ş. in 2007-2008.

Uslu is married and has two children. He speaks French and English.

Mustafa Tansu Uslu qualifies as independent director according to the CMB's Communiqué Numbered II-17.1.

### **Bedriye Banu KÖKER**

#### ***Independent Member of the Board***

Born in 1974 in Van, Bedriye Banu Köker graduated from the Department of Business Administration, Faculty of Economic and Administrative Sciences of Boğaziçi University in 1996, and received her graduate degree in Finance, Texas A&M University.

Having embarked upon her professional carrier in Abn Amro Bank in 1998 as executive candidate, Köker quit her office in 2010 as she was Group President in Charge of Corporate Banking Officer. She worked as Managing Director in Charge of Corporate Customers at Standard Ünlü during the 2010-2012 period and at Ünlü & Co during the 2012-2020 period.

During her 22-year term of office in the banking sector, Ms. Köker has achieved many accomplishments in the fields of both corporate banking and investment banking, serving the leading family holdings and corporate companies of Turkey.

Having acted as angel investor since 2020, she supports new start-ups as both investor and mentor. Banu Köker is a member of Women on Board Association Turkey, holds a Gestalt Coaching Certificate and speaks English.

Bedriye Banu Köker meets the independence criterion as per the CMB Communiqué No. II-17.1.





## **AGENDA OF THE ANNUAL GENERAL ASSEMBLY MEETING**

1. Opening and moment of silence.
2. Deliberations and decision on the election of the Presiding Committee.
3. Deliberations and decision to authorize the Presiding Committee to sign the minutes of the General Assembly Meeting.
4. Reading and deliberation of the Annual Report of the Board of Directors, Auditor's Report and Independent Auditor's Report for the year 2022.
5. Reading, discussion and approval of the Statements of Financial Position and Statement of Comprehensive Income of 2022.
6. Deliberations and resolution for the acquittal of the Members of the Board of Directors for the activities in year 2022.
7. Presenting information about donations made by the Company in 2022.
8. Informing and seeking approval from the shareholders for the donations that were made in 2023, and discussing and deciding on the cap on donations to be made in 2023.
9. Presenting information on the guarantees, pledges and mortgages lodged by the company in favor of third parties.
10. Deliberations and resolution on the proposal of the Board of Directors for the profit distribution of the year 2022.
11. Discussion of, and decision on the remuneration of the Board Members.
12. Informing the General Assembly about the share buyback program and the shares acquired under this program.
13. Deliberations and resolution regarding vesting the power set out in articles 395 and 396 of the Turkish Commercial Code to the members of the Board of Directors.
14. Presenting information to General Assembly on procedures indicated in articles 1.3.6 of the "Corporate Governance Principles" in the annex of the Communiqué numbered II-17.1 of the Capital Market Board.
15. Deliberations and decision concerning the approving for the auditing of the company's accounts and operations for the year 2023 by an Independent Auditing Company selected by the Board of Directors in accordance with the Capital Markets Regulations and Turkish Commercial Code.
16. Remarks and suggestions.

### **Board of Directors**



## ANNUAL REPORT OF THE BOARD OF DIRECTORS

Dear Shareholders,

We hereby present the Annual Statement of Financial Position, Statement of Comprehensive Income and other financial statements which reflect the results of our company's activities in 2022 for your evaluation and criticism.

- 1) Our annual report covers the period between January 1, 2022 and December 31, 2022.
- 2) The members of the Board and the Statutory Auditors during 2022 are their terms of office are presented on page 4.

The financial statements which show the operational results obtained in 2022 were audited independently by Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. (A Member Firm of Ernst & Young Global Limited)

- 3) The Board of Directors convened 17 times during the term. All members have attended to the meetings held during the period. Board decisions have been taken unanimously. Therefore, there is no record of dissenting votes.
- 4) The company's registered capital ceiling in 2022 was TL 150.000.000.
- 5) Our issued capital is TL 64.400.000 and our net profit for the period TL 2.753.941.111.
- 6) The rate of participation to our Ordinary General Assembly Meeting held on March 29, 2022 was 51,71%. The shareholders that hold more than 10% of our capital are; Alarko Holding A.Ş. with 16,42% of the shares and Alsim Alarko Sanayi Tesisleri ve Ticaret A.Ş. with 34,78% of the shares. 48,77% of the capital is offered to the public.

In the last three years of activity a cash dividend of 63% was paid in 2019, a cash dividend of 78% was paid in 2020 and a cash dividend of 165% was paid in 2021.

The proposal for profit distribution for the year 2022 submitted by the Board of Directors to the approval of the General Assembly is on page 20 of the report. At the time this report was written, the nominal value of TL 1 of our share certificate registered with the İstanbul Stock Exchange, where their transaction is carried out, was TL 62.

- 7) TL 1.500.000 was donated to in 2022.
- 8) Information on the guarantees, pledges and mortgages lodged by our company in favor of third parties as of 31.12.2022 is given in footnote 12 of the financial statements.
- 9) There are no important lawsuits brought against our company which could impinge on its financial status or activities of the company as of 31 December 2022.
- 10) Shareholders who control the management, members of the board of directors, top executives and their spouses and blood and in-law relatives up to and including second kin have not executed any transaction which may lead to conflict of interest with the Company or its affiliates. Members of the Board have no transactions of their own or on behalf of others that could be within the scope of the noncompetition covenant.
- 11) Footnote 32 to the financial statements contains information related to checking compliance with portfolio limitations.



## GENERAL INFORMATION REGARDING OUR ACTIVITIES

Our company was founded to invest in real estate and real estate projects, real estate-based rights, money, and capital market instruments, and it continues to diversify its investments to expand its portfolio.

In 2022, we acquired the remaining 50% of Mosalarko OJSC, a real estate company based in Moscow, Russia, in which we previously held 50%.

Our Company intends to increase its rental income from tourism investments by adding to its portfolio a hotel accommodation facility with a total area of 41,830 m<sup>2</sup> in Gündoğan, Bodrum, Muğla. An investment is planned for the renovation of the facility. In 2022, Tourism Investment Certificate, Investment Incentive Certificate, and Investment Incentive Loan were obtained.

The independent sections numbered 1-2-3-4 of Alarko-DIM Business Center located in İstanbul Province, Beyoğlu District, Evliyaçelebi Neighborhood, Şimal Kuytu Street with Block No. 299, Parcel No. 29 were sold on 30.09.2022 for TL 39,640,000 + VAT.

We continue to develop projects on the plots included in our portfolio, and we also continue to search and make feasibility studies for suitable plots in major cities, particularly İstanbul, for new projects.

With the extension of the term of the surface right of our company's "Hillside Beach Club" holiday village, our rental income from this facility and Hillside Bodrum Hotel, which will be operational upon completion of the renovation investment, will be stable in the long run.

In previous years, the Company included a significant number of high-quality real estate properties in its portfolio in order to generate rental income. The following are high-profile properties that we have added to our portfolio in prior years: Five-star Hillside Beach Club Holiday Village with a capacity of 781 beds in Kalemaya Bay, Fethiye; factory building and facilities in Eyüp, İstanbul; 39 shops in Alkent Etiler Bazaar in Etiler, İstanbul; 4-story Alarko Business Centre in Necatibey Street, Karaköy, İstanbul; 10 shops in Alkent 2000 Complex in Büyükçekmece, İstanbul; 6-story Alarko Business Centre in Çankaya, Ankara.

The Company continues to generate high financial returns by investing in new projects and utilizing the resources designated for these projects in money and capital markets, owing to its strong shareholders' equity and liquidity structure.

## ADDITIONAL INFORMATION REGARDING OUR ACTIVITIES

- 1) Our Company had no activities related to Research and Development in the financial term of 2022.
- 2) Information regarding the internal control system of our company and its internal and external auditing activities: Our Company conforms to the principles stated in the Corporate Governance Principles. Hence, an "Auditing Committee" was constituted within the Board of Directors and the committee's work principles were determined by the Board. The results of the internal auditing reports drawn as a result of the inspections carried out in accordance with the internal control system set up and the audit reports drawn at the end of inspections carried out by the independent auditing companies are followed by the committee and reported to the Board. The financial statements showing the results of the activities of Alarko Gayrimenkul Yatırım Ortaklığı A.Ş. for the year 2022 have been subject to independent auditing by Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. (A Member Firm of Ernst & Young Global Limited). Both internal auditing and independent auditing were conducted twice within the financial period of 2022 and no adverse case was determined. Neither public nor special inspection was conducted within the term. The financial statements of the company were examined by the Auditing Committee and it was determined that they reflected the financial status of the company correctly, and were in accordance with the records and that the results of 2022 were in compliance with the relevant laws and the Articles of Association.



- 3) Direct participations and share ratios of are company are as follows. The company has no mutual participation exceeding 5%.

<b>Subsidiaries</b>	<b>Declared Capital (TL)</b>	<b>Share (TL)</b>	<b>Share (%)</b>
Alarko Holding A.Ş.	435.000.000	1.183.962	0,27
Alsim Alarko Sanayi Tesisleri ve Ticaret A.Ş.	200.000.000	1.312	0,00
Alarko Enerji A.Ş.	226.975.276	241	0,00
Alarko Konut Projeleri Geliştirme A.Ş.	22.193.713	143	0,00
Mosalarko A.O.	30.000.000 (Ruble)	30.000.000 (Ruble)	100,00

Information regarding our partnership ratios in our shareholdings as of 31 December 2022 and the dividends we have accumulated in 2021 and 2022 are given in note numbers 4 and 21 to the Financial Statements.

- 4) During the period, the Company acquired a total of 256.339 of its own shares. With the 2.861.051 shares acquired in 2018, the total number is 3.117.390 and the information on this issue is given in footnote no 16.
- 5) As there is no practice by the Company and the members of the Board of Directors against to the applicable laws and regulations, there is neither any administrative nor judicial litigation against the Company and the members of the Board of Directors.
- 6) Objectives determined in former terms have been attained and there are no matters that have not been implemented in the decisions taken at the General Assemblies of the Company.
- 7) No extraordinary General Assembly was held during the term.
- 8) Our company made donations to Alarko Eğitim-Kültür Vakfı within the scope of its social responsibility project. Social contributions are made through the GYO (Real Estate Investment) Association and Alarko Educational Cultural Foundation.
- 9) Our company is a dependent company of Alarko Holding A.Ş. as defined in Turkish Commercial Code Article 195 Paragraph 1. Our company has carried out some transactions of goods and services with the parent company and its affiliates. All aforesaid transactions are conducted in accordance with arm's length principle.

No legal action was taken by our Company in favor of the parent company or its affiliates under directives of the parent company. Therefore, no measures were taken or avoided to be taken in favor of the parent company or its affiliates during the past year.

All business activities of our Company performed with the parent company and its affiliates are in total conformity with law and regulations and also with the arm's length principle, and therefore no compensation is needed for aforesaid transactions according to Turkish Commercial Code Article 199 whatsoever.

- 10) There have been no legislative amendments that can seriously affect the Company's activities within the term.
- 11) Conflict of interest does not exist between the Company and investment consulting institutions as well as rating institutions which render services to the Company.



## AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND JUSTIFICATION OF SUCH AMENDMENTS

There were no amendments made to the Articles of Association within the term.

## FINANCIAL RIGHTS GRANTED TO BOARD MEMBERS AND TOP EXECUTIVES

Except for the Independent Members of the Board, no financial rights such as honorariums, fees, bonuses, premiums, profit share are granted to Board Members. The gross total of fees and similar financial rights provided to the Independent Board Members and top executives in 2022 was TL 2.670.582.

There are no allowances, travel, accommodation and representation expenses and real and financial means, insurances and any similar collaterals given to the Members of the Board of Directors.

## INFORMATION ABOUT HUMAN RESOURCES

The average number of employees on the 01.01.2022 - 31.12.2022 term is 19.

As of 31.12.2022, the company has calculated TL 739.834 employment termination indemnities with full provision.

All employees are treated fairly and equally in terms of training and promotion opportunities, training plans and policies aiming at improving the knowledge, skills and experience of the employees are developed. The employees receive training regularly during the year.

Job descriptions are developed for every position. Performance and reward criteria are determined on a yearly basis and are then implemented upon agreement with the employees.

Health insurance, transportation, lunch facilities are provided to employees by company.

A safe working environment is provided to the personnel and it is improved continuously.

## CURRENT CAPITAL AND PARTNERSHIP STRUCTURE

Shareholders	Share Amount (TL)	Number of shares and votes	Ratio (%)	Number of (*) A Group shares and votes	Number of (**) B Group shares and votes	Number of C Group shares and votes
Alarko Holding A.Ş.	10.570.843	1.057.084.251	16,42	16.467.000	–	1.040.617.251
Alsım Alarko Sanayi Tesisleri ve Ticaret A.Ş.	22.400.102	2.240.010.210	34,78	–	23.500.000	2.216.510.210
Other	20.877	2.087.692	0,03	33.000	–	2.054.692
Public Offering	31.408.178	3.140.817.847	48,77	–	–	3.140.817.847
<b>Total</b>	<b>64.400.000</b>	<b>6.440.000.000</b>	<b>100</b>	<b>16.500.000</b>	<b>23.500.000</b>	<b>6.400.000.000</b>

(\*) A Group Shareholders have right of nomination of 4 candidates at election of members of Board.

(\*\*) B Group Shareholders have right of nomination of 3 candidates at election of members of Board.

There are no other concessions except for that of "Nomination to the Board" as stated above.



## **PROFIT DISTRIBUTION POLICY**

Our Company distributes its profits within the frame of Capital Market Legislation, Turkish Commercial Code, Tax Legislation, other concerned legislation and the provisions stipulated under the Articles of Association of the Company.

The amount of profit to be distributed is determined by taking into consideration the funds that may be needed in line with the investment policy and other cash needs of the company.

In principle, our company will distribute every year at least 5% of its distributable profit for the term to its shareholders in cash as dividend or as non-paid by adding it to the capital. In case of occurrence of extraordinary economic circumstances, a dividend at a lower rate than the above indicated one may be distributed or no dividend may be distributed. Such a case is announced to the public with a special case announcement containing a justification by passing a resolution from the Board of Directors.

The Board of Directors passes a resolution containing its proposal for the distribution of profit every year within the frame of profit distribution policy of the company and presents same to the approval of the General Assembly.

It is essential that the distribution of dividend is started on 31<sup>st</sup> of May every year in case the proposal of the Board of Directors related to the distribution of profit is approved by General Assembly. General Assembly of Shareholders may determine the date of distribution of profit provided that such date shall not be later than the last day of current accounting period during which the meeting is held.

There is no privileges in profit distribution.

Our Company distributed a profit of TL 106.260.000 in 2022.

## **RISK MANAGEMENT AND INTERNAL AUDIT MECHANISM**

A risk governance and internal audit mechanism is established by the Board of Directors. Managerial risks are reviewed periodically by the Auditing Committee constituted by the Board members. The Committee has decided to establish, audit and update an internal control mechanism. The Auditing Group has been appointed to supervise the constitution of the internal control mechanism and to oversee its operability. The Auditing Group inspects the internal control mechanism regularly through the approved annual audit plans and communicates its opinions and findings to top management.

Pursuant to this decision, the Auditing Group has been appointed to oversee the setting up of the internal control mechanism and supervise its operability. The Auditing Group supervises the internal control mechanism at predetermined periods in accordance with the approved annual plans and reports its views on matters determined to top management. Furthermore, the Auditing Committee and Early Detection of Risk Committee review related matters and advise the Board accordingly. The Auditing Committee and the Board determine the measures to be taken and instruction the managers of the company by way of the General Manager.

An Early Detection of Risk Committee consisting of three members has been established to determine risks likely to be encountered and to make recommendations to the Board in order to set up an effective risk management system and their operation principles have been approved by the Board. The Early Detection of Risk Committee convened 1 times in 2022 and the 6 reports of Committee were presented to the Board.



## BOARD OF DIRECTORS

### Structure and Composition of Board of Directors

#### Board of Directors

Mehmet Ahkemođlu	Chairman
Harun Hanne Moreno	Vice Chairman
Ümit Nuri Yıldız	Member
Alpaslan Serpen	Member
Hami Özçelik Çatalođlu	Member (Independent)
Mustafa Tansu Uslu	Member (Independent)
Bedriye Banu Köker	Member (Independent)

Except for General Manager, Harun Hanne Moreno, the other members of the Board of Directors have no executive duties in the Company's management.

There are 3 independent members on the Board of Directors.

For election to the Independent Membership, a Nomination Committee has not been constituted among the members of our company's Board of Directors. Hence, the Corporate Governance Committee undertook the duty of the Nomination Committee in accordance with the Corporate Governance Communiqué of the Capital Market Board. There was no situation to rule out their independence in the relevant term of activity of the Independent Members of the Board.

Their independence declaration is as follows:

#### Declaration of Independence

I declare to the Board, the partners and all the related parties that I meet all the independence criteria specified in clauses 4.3.6 and 4.3.7 of the Corporate Governance Announcement number II-17.1 published by the Capital Markets Board, have the qualifications stipulated in the related legislation and the Articles of Association and in case there are any changes affecting my independence, I will duly inform the Board of the Alarko Real Estate Investment Partnership Co.

Name Surname : Hami Özçelik ÇATALOĐLU  
Date : 18.02.2022

#### Declaration of Independence

I declare to the Board, the partners and all the related parties that I meet all the independence criteria specified in clauses 4.3.6 and 4.3.7 of the Corporate Governance Announcement number II-17.1 published by the Capital Markets Board, have the qualifications stipulated in the related legislation and the Articles of Association and in case there are any changes affecting my independence, I will duly inform the Board of the Alarko Real Estate Investment Partnership Co.

Name Surname : Mustafa Tansu USLU  
Date : 18.02.2022

#### Declaration of Independence

I declare to the Board, the partners and all the related parties that I meet all the independence criteria specified in clauses 4.3.6 and 4.3.7 of the Corporate Governance Announcement number II-17.1 published by the Capital Markets Board, have the qualifications stipulated in the related legislation and the Articles of Association and in case there are any changes affecting my independence, I will duly inform the Board of the Alarko Real Estate Investment Partnership Co.





Name Surname : Bedriye Banu KÖKER  
Tarih : 18.02.2022

The CV's of the members of the Board of Directors, their term in office and their duties outside the company are published in the previous parts of the Annual Report and the web-site of the Company. They are not included here to avoid repetition.

Our Board of Directors has one female member, and the nomination process is determined in consideration of inclusion and competency criteria. Works are ongoing for the development of a policy to increase compliance with diversity and inclusion criteria, which will also consider the members' competency.

Board members are in no way restricted in assuming position in other organizations or entites other than the company.

#### **General Manager Harun Hanne Moreno**

Moreno was born in Istanbul in 1960. In 1982, he graduated from the Industrial Engineering Department of the Faculty of Engineering of Boğaziçi University. Moreno completed his MBA at the Social Studies Institute of the Faculty of Business Administration of the same university in 2002.

Harun Moreno started to work at the Alarko Group of Companies in 1986. Following various middle and top management positions in the various units of the group, he was appointed general manager of the Alarko Real Estate Investment Partnership Co. in 2001. He is still holding this position.

Harun Hanne Moreno speaks English and Spanish. He is married and has two children.

#### **Operational Principles of the Board of Directors**

The Board of Directors convenes when it is deemed necessary from the point of view of the company's operations upon the invitation of the chairman or deputy chairman. However, meeting once a month is compulsory. The chairman of the Board confers with the other members of the Board and the General Manager and determines the agenda of the Board meetings and sends it to all members 3 days prior to the meeting. Members make a point of attending every meeting and expressing their opinions. Participation in the Board meeting can be done by any technological means that allows remote access. Remarks of members who are unable to attend the meeting but report them to the Board in writing are presented to the other members. No weighed voting right is granted to the Board members. Each member of the Board has one vote. In Board meetings related to related party transaction, the member of the relevant Board does not have a voting right. The meeting and resolution quorum of the Board meeting is stated in the Articles of Association. Decisions that present characteristics stated in the Communiqué of the Capital Markets Board the articles of the communiqué are applied. The powers and responsibilities of the Board members are given in the Articles of Corporation.

The Board of Directors convened 17 times during the term. All members have attended to the meetings held during the period. Board decisions have been taken unanimously. Therefore, there is no record of dissenting votes. In 2022 there were no related party transactions and transactions of important character to be presented to the approval of the independent members of the Board.





## **ASSESSMENT OF THE OPERATING PRINCIPLES AND EFFECTIVENESS OF COMMITTEES OF THE BOARD OF DIRECTORS**

Our Company's Board of Directors has established new committees and laid down their operating principles pursuant to the Capital Markets Board's Communiqué No. II-17.1 on Corporate Governance and the provisions of the Turkish Commercial Code.

All committee members are non-executive members.

Information on the purviews and operating principles of the committees and on their members is disclosed on the Public Disclosure Platform (PDP) and published on our corporate web site for investors for information purposes. Decisions taken as a result of independent studies conducted by committees are proposed to the Board of Directors, and the final decision is made by the Board of Directors.

For this purpose;

- A Corporate Governance Committee consisting of 4 members is established in order to develop corporate management practices, and Independent Member Mustafa Tansu USLU, is elected as the chairman of the Committee, Members Mehmet AHKEMOĞLU, Alpaslan SERPEN and Investor Relations Department manager Metin FRANKO are elected as Committee members. Corporate Governance Committee met 3 times in 2022 with full attendance of all members and submitted a report to the Board of Directors about its activities.

The Corporate Governance Committee;

- has supervised the works of Investor Relations department.
- has reviewed Company's performance evaluation system.
- has evaluated the implementation of corporate governance principles. In the evaluation, information has been obtained on Corporate Governance Principles Compliance Report prepared pursuant to the CMB's Communiqué No. II-17.1 on Corporate Governance.
- For the purpose of early detection of risks that may be encountered by our Company and establishment of an effective risk management system, an Early Risk Detection Committee consisting of 4 members has been established to give advices to the Board of Directors, and Independent Member Mustafa Tansu USLU has been elected as the Chairman of the Committee, Ümit Nuri YILDIZ, Mehmet AHKEMOĞLU and Alpaslan SERPEN were elected as member of the committee. Early Risk Detection Committee has 1 times in 2022 with the attendance of all members and the 6 reports of Committee were submitted to the Board of Directors.

Early Risk Detection Committee has carried out studies on early detection of the risks that may endanger the existence, development and continuation of the Company under the regulations and legal legislation, and on the implementation of appropriate measures related to determined risks and management of the risk.

- Independent Member Mustafa Tansu USLU has been elected as the Chairman and Independent Member Bedriye Banu KÖKER has been elected as the member of the Audit Committee which exists under the Board of Directors. The Audit Committee has met 5 times in 2022 with the attendance of all members and the results of meeting have been submitted to the Board of Directors in a report.

The Audit Committee;

- has supervised the operation and effectiveness of the internal control system by evaluating the reports issued by the Company management, independent audit firm and internal auditors.



- has submitted to the board of directors, for approval, its proposal for the independent audit firm following appointment of independent audit firm which will provide services to the Company and prior approval by the committee of the services to be obtained from this company.
- has submitted to the board of directors, for approval, the annual and interim financial statements to be disclosed to the public, together with its own evaluations, after taking the opinions of the company's chief operating officers and independent auditors on their truthfulness, accuracy and compliance with the accounting principles observed by the company.
- has reviewed the activities of the independent audit firm.

Nomination Committee and Remuneration Committee have not been established among Members of the Board of Directors, and pursuant to the CMB's Communiqué on Corporate Governance, the Corporate Governance Committee has performed the duties of the Nomination Committee and Remuneration Committee.

According to the organization of the Board of Directors, the Board has three independent members. As the chairmen of the committees and all members of the Audit Committee must be independent members, some independent members serve in several committees.

## **HUMAN RESOURCES POLICY**

The Human resources policy of the company is defined in the manual "Our Policy" issued annually and announced to the employees in annual meetings.

Recruitment criteria are determined in writing and are complied with. The physiological, psychological and intellectual characteristics required by each job are taken into consideration in the recruitment process. These characteristics are measured and evaluated by a written test. Following the initial evaluation by the human resources department, the candidate is interviewed by the manager of the particular unit to employ him/her.

All employees are treated fairly and equally in terms of training and promotion opportunities, training plans and policies aiming at improving the knowledge, skills and experience of the employees are developed. Employees receive training regularly every year.

Job descriptions are developed for every position. Performance and reward criteria are determined on a yearly basis and are then implemented upon agreement with the employees. The performance and evaluation system used in measuring and evaluating individual performance is taken into account during wage and career planning.

On the other hand, a certain number of personnel are granted "Golden Badge" as a reward of their outstanding performance. And employees winning the "Invention Prize" competition are also awarded. Thus, the creative personnel are motivated.

A safe working environment is provided to the personnel and improvements are made continuously.

## **RULES OF ETHICS AND SOCIAL RESPONSIBILITY**

Rules of ethics approved by the Company's Board of Directors, agreed by all Alarko Gayrimenkul Yatırım Ortaklığı A.Ş. personnel and managers and defined in the Alarko Group of Companies Philosophy are summarized here below.

These rules are integrated to the policies, objectives, procedures and principles of Alarko.

- Act honestly in all business activities towards the government, clients, shareholders, personnel, partners and sub- and by- industries,



- Protect the environment and maintain the inter-company social balance,
- Orient the customers without forcing and give priority to their needs,
- Maintain high-quality; try to supply the best at the lowest price even when the customers are satisfied and contented with what is given already,
- Achieve the profits deserved by the shareholders under the current conditions,
- Give priority to teamwork as a corporation performing systematically on the basis of pre-defined procedures; share profit, loss and success and failure.

Our policies are shaped by this philosophy. And this philosophy is affixed at easily visible points in various units of our Company. In addition, all employees are informed through annual Policy Meetings and Our Policy Book published. Our existing and newly recruited personnel are trained on this philosophy and related rules regularly.

Our philosophy comprising these rules of ethics is also published in the in-company intranet system and the [www.alarkoyatirim.com.tr](http://www.alarkoyatirim.com.tr) web-site. All Alarko Gayrimenkul Yatırım Ortaklığı A.Ş. employees are obliged to conform to these rules. Rules of ethics are followed-up by the superiors of all employees in the hierarchical order. Employees are obliged to notify the management of any act or behavior contrary to the rules of ethics immediately. The rules of ethics are published in the Report on Compliance with Corporate Governance Principles link of the web-site.

Any infraction of rules noticed, notified or suspected by the Board of Auditors, General Manager or other managers are reviewed by the Board of Directors or instructed to be reviewed by the Board of Auditors to ensure compliance therewith. Disciplinary sanctions are applied to doers of actually proven infractions.

Social contributions are made through the education foundation established by the GYO Association of which we are a member and the group of companies that our our main shareholders.

There is no litigation or warning filed against our Company either during the current year or in the past for damages on the environment.

## FINANCIAL INDEXES

According to the independently audited financial statements prepared as of December 31, 2022 financial indexes are as follows.

Financial Indexes	Year 2022	Year 2021
Net Sales	TL 171.907.061	TL 136.191.050
Net Profit for the Period	TL 2.753.941.111	TL 1.266.298.390
Current Ratio	7,69	20,16
Liquidity Ratio	7,64	20,06
Debt Equity Ratio	4,40 %	2,50 %
Total Assets	TL 6.098.704.680	3.221.232.957

Analysis of the basic ratios regarding the term of 2022 shows that our Company's net working capital is adequate, that it can pay all its short term liabilities in cash or with economic assets that can be liquidated in a short period and also that its operating activities are financed with its equities. The Company's paid-in capital is TL 64.400.000, and it is in a position to pay its debts. The financial structure of the company is propitious to maintaining its activities. Hence, there are no precautions taken concerning this issue.

As of 31.12.2022, the number of shares at par value of TL 1,00 is 64.400.000 and the current value per share is TL 95.



Information regarding assets in our portfolio is summarized below :

### i – Real Estates

Real Estates, Real Estate Projects, Chattel Real		Appraisal Date	Appraisal Value (TL)		Rent Appraisal Value (TL)	
			VAT excluded	VAT Included	VAT excluded	VAT Included
- Land in Büyükçekmece Eskice Village	Büyükçekmece / İstanbul, 3 parcels 622.651,10 m <sup>2</sup> .	29.12.2022	333.840.000	360.547.200	-	-
- Maslak Land	Sarıyer / İstanbul, 2 parcels, in Maslak, on the Şişli - İstinye Büyükdere motorway 18.961,90 m <sup>2</sup> .	29.12.2022	274.950.000	296.946.000	-	-
- İstanbul Karaköy Business Center	Karaköy / İstanbul, gross 1.730 m <sup>2</sup> , single block, elevator, air conditioning heating, ½ bought in 1997, ½ bought in 1999.	29.12.2022	49.840.000	58.811.200	207.500	244.850
- Ankara Çankaya Business Center	Çankaya / Ankara, gross 1.887 m <sup>2</sup> , single block, 6 storeys, elevator, chiller air conditioning, natural gas heating.	29.12.2022	21.815.000	25.741.700	136.000	160.480
- Fethiye Hillside Beach Club Holiday Village	10.128,09 m <sup>2</sup> , in Fethiye / Muğla, Parcel 3 with 1. Class Holiday Village in Kaya Village, Kalemya Bay.	29.12.2022	238.010.000	280.851.800	-	-
- Fethiye Hillside Beach Club Holiday Village (usufruct)	Fethiye / Muğla, 2 parcels, 84.762 m <sup>2</sup> , usufruct for parcel 1 in Kaya Village, Kalemya Bay.	29.12.2022	2.381.170.000	2.809.780.600	162.420.000	191.655.600
- Factory and land in Eyüp - Topçular	Eyüp / İstanbul, 15.675 m <sup>2</sup> , facilities located in Topçular neighborhood. Door no. 8, block 247, parcel 56.	29.12.2022	205.315.000	242.271.700	331.000	390.580
- 39 shops in Etiler Alkent Housing Estate	39 shops in Etiler Alkent Shopping Center in Beşiktaş, İstanbul.	29.12.2022	167.475.000	197.620.500	837.500	988.250
- 10 shops in Büyükçekmece Alkent 2000 Yeditepe Housing Estate	10 shops in Büyükçekmece Alkent 2000 Shopping Center in Büyükçekmece, İstanbul.	29.12.2022	32.705.000	38.591.900	150.000	177.000
-Bodrum Hillside Hotel	Hotel facility in Gündoğın township in Bodrum, Muğla, which is registered with the land registry under Block No.363 and Lot No.10 and which has an area of 41.829,84 m <sup>2</sup> ,	05.01.2023	1.166.245.000	1.376.169.100	114.420.000	135.015.600
<b>TOTAL</b>			<b>4.871.365.000</b>	<b>5.687.331.700</b>	<b>278.502.000</b>	<b>328.632.360</b>



## ii – Money and Capital Market Instruments

Type	Total (TL)	Ratio (%)
Government Bonds and Bills	634.009.484	66,34
Foreign Currency Time Deposits	117.231.012	12,26
TL Deposit	102.078.292	10,68
Share Certificates	97.084.884	10,16
Foreign Currency Deposits	3.058.046	0,32
Mutual Funds	2.291.503	0,24
<b>TOTAL</b>	<b>955.753.221</b>	<b>100</b>

## iii – Participations

Type	Total (TL)	Ratio (%)
Participations	1.696	0,001

## INFORMATION REGARDING PORTFOLIO ASSETS LEASED

Information Regarding Portfolio Assets Leased	Insurance Value (TL)	Rent Appraisal Date	Rent Appraisal Value (TL)	Monthly Rent(TL)
- İstanbul Karaköy Business Center	4.550.000	27.12.2021	86.500	136.670
- 39 shops in Etiler Alkent Shopping Center	6.500.000	27.12.2021	335.000	685.067
- 10 shops in Büyükçekmece Alkent 2000	2.275.000	27.12.2021	90.000	281.185
- Factory in Eyüp - Topçular	2.288.000	27.12.2021	186.000	215.000
- Ankara Çankaya Business Center	3.900.000	27.12.2021	70.000	100.000
- Fethiye Hillside Beach Club Holiday Village (*)	634.807.285	27.12.2021	78.550.000	140.102.193

### Note:

- (\*) The main operator of Hillside Beach Club Holiday Resort in Fethiye is Attaş Alarko Turistik Tesisler A.Ş. According to the operation contract, the annual rent income is minimum USD 2.582.000. Hillside Beach Club Holiday Resort in Fethiye has been rented for Turkish Lira equivalent of US Dollar. Turkish lira value of the rent changes according to the change in the exchange rate. In addition to the annual fixed rent of USD 2.582.000, if the amount of land allocation fee paid in TL to the Ministry of Forestry for the facility, the rent for land paid in TL at 2% of the operation income, and the annual gross operation profit of the operator exceed USD 3.500.000, 50 % of the sum in excess is added to the annual rent.



## PROPOSAL FOR PROFIT DISTRIBUTION

- The profit for the period included in the 2022 financial statements presented for approval at the General Shareholders' Meeting is TL 2.753.941.111, and we hereby propose not to set aside any primary statutory reserves since the legal ceiling has already been reached in the previous years,
- to distribute TL 193.200.000 of the net distributable profit for the period amounting to TL 2.755.441.111, which includes TL 1.500.000 of donations made during the year, to the shareholders as a dividend,
- to distribute TL 112.700.000 of the profit in cash, and TL 80.500.000 in the form of bonus shares by adding them to the capital,
- to set aside a secondary statutory reserve amounting to TL 18.998.000 from the dividends to be distributed,
- to transfer the balance to extraordinary reserves,
- to commence distributing cash dividends on 25 April 2023,

### Board of Directors

In accordance with the provisions of the Capital Markets Legislation, the Company's Articles of Association, and other applicable legislation, dividends will be distributed as follows :

Profit for the Period.....	TL 2.753.941.111
Primary Statutory Reserves (reached the legal ceiling) .....	-
Net Distributable Profit for the Period .....	TL 2.753.941.111
Net Distributable Profit for the Period Including Donations .....	TL 2.755.441.111
Dividends to be Distributed to Shareholders in Cash.....	TL 112.700.000
Dividends to be Distributed to Shareholders in the form of Bonus Shares .....	TL 80.500.000
Secondary Statutory Reserves.....	TL 18.998.000
Balance to be transferred to Extraordinary Reserves.....	TL 2.541.743.111
The ratio of Dividends to Issued Capital.....	300,00 %
The ratio of Dividends to be Distributed to the Profit for the Period Including Donations .....	7,01 %



## REPORT ON COMPLIANCE WITH CORPORATE GOVERNANCE PRINCIPLES

### DECLARATION OF COMPLIANCE WITH THE CORPORATE GOVERNANCE PRINCIPLES

Our company has taken due care in the observation of Corporate Governance Principles published by the Capital Markets Board. All of the obligatory principles defined in the Communiqué on Corporate Governance have been observed by our Company. Most of the non-obligatory Corporate Governance Principles have also been complied with, while those that could not be complied with have been explained in the relevant section. Please find the details on the issue in the following sections. The Corporate Governance Committee continues to perform its activities.

### CORPORATE GOVERNANCE COMPLIANCE REPORT

Corporate Governance Compliance Report	Company Compliance Status					Explanation
	Yes	Partial	No	Exempted	Not Applicable	
<b>1.1. FACILITATING THE EXERCISE OF SHAREHOLDER RIGHTS</b>						
1.1.2 - Up-to-date information and disclosures which may affect the exercise of shareholder rights are available to investors at the corporate website.	X					
<b>1.2. RIGHT TO OBTAIN AND REVIEW INFORMATION</b>						
1.2.1 - Management did not enter into any transaction that would complicate the conduct of special audit	X					
<b>1.3. GENERAL ASSEMBLY</b>						
1.3.2 - The company ensures the clarity of the General Assembly agenda, and that an item on the agenda does not cover multiple topics.	X					
1.3.7 - Insiders with privileged information have informed the board of directors about transactions conducted on their behalf within the scope of the company's activities in order for these transactions to be presented at the General Shareholders' Meeting.					X	There is no action within the scope of this article.
1.3.8 - Members of the board of directors who are concerned with specific agenda items, auditors, and other related persons, as well as the officers who are responsible for the preparation of the financial statements were present at the General Shareholders' Meeting.	X					
1.3.10 - The agenda of the General Shareholders' Meeting included a separate item detailing the amounts and beneficiaries of all donations and contributions.	X					
1.3.11 - The General Shareholders' Meeting was held open to the public, including the stakeholders, without having the right to speak.	X					



Corporate Governance Compliance Report	Company Compliance Status					Explanation
	Yes	Partial	No	Exempted	Not Applicable	
<b>1.4. VOTING RIGHTS</b>						
1.4.1 - There is no restriction preventing shareholders from exercising their shareholder rights.	X					
1.4.2 - The company does not have shares that carry privileged voting rights.	X					
1.4.3 - The company withholds from exercising its voting rights at the General Shareholders' Meeting of any company with which it has cross-ownership, in case such cross-ownership provides management control.					X	The Company does not have any corporation with which it has cross shareholding that also brings along a domination relationship.
<b>1.5. MINORITY RIGHTS</b>						
1.5.1 - The company pays maximum diligence to the exercise of minority rights.	X					
1.5.2 - The Articles of Association extend the use of minority rights to those who own less than one twentieth of the outstanding shares, and expand the scope of the minority rights.			X			The articles of association stipulates that minority rights are not less than one-twentieth of the capital.
<b>1.6. DIVIDEND RIGHT</b>						
1.6.1 - The dividend policy approved by the General Shareholders' Meeting is posted on the company website.	X					
1.6.2 - The dividend distribution policy comprises the minimum information to ensure that the shareholders can have an opinion on the procedure and principles of dividend distributions in the future.	X					
1.6.3 - The reasons for retaining earnings, and their allocations, are stated in the relevant agenda item.					X	Dividend distribution made.
1.6.4 - The board reviewed whether the dividend policy balances the benefits of the shareholders and those of the company.	X					
<b>1.7. TRANSFER OF SHARES</b>						
1.7.1 - There are no restrictions preventing shares from being transferred.	X					
<b>2.1. CORPORATE WEBSITE</b>						
2.1.1 - The company website includes all elements listed in Corporate Governance Principle 2.1.1.	X					





Corporate Governance Compliance Report	Company Compliance Status					Explanation
	Yes	Partial	No	Exempted	Not Applicable	
2.1.2 - The shareholding structure (names, privileges, number and ratio of shares, and beneficial owners of more than 5% of the issued share capital) is updated on the website at least every 6 months.	X					
2.1.4 - The company website is prepared in other selected foreign languages, in a way to present exactly the same information with the Turkish content.	X					
<b>2.2. ANNUAL REPORT</b>						
2.2.1 - The board of directors ensures that the annual report represents a true and complete view of the company's activities.	X					
2.2.2 - The annual report includes all elements listed in Corporate Governance Principle 2.2.2.	X					
<b>3.1. CORPORATION'S POLICY ON STAKEHOLDERS</b>						
3.1.1 - The rights of the stakeholders are protected pursuant to the relevant regulations, contracts and within the framework of bona fides principles.	X					
3.1.3 - Policies or procedures addressing stakeholders' rights are published on the company's website.			X			The rights of stakeholders are protected under the legislation.
3.1.4 - A whistleblowing programme is in place for reporting legal and ethical issues.	X					
3.1.5 - The company addresses conflicts of interest among stakeholders in a balanced manner.	X					
<b>3.2. SUPPORTING THE PARTICIPATION OF THE STAKEHOLDERS IN THE CORPORATION'S MANAGEMENT</b>						
3.2.1 - The Articles of Association, or the internal regulations (terms of reference/manuals), regulate the participation of employees in management.			X			No special model is designed for employee participation in management.
3.2.2 - Surveys/other research techniques, consultation, interviews, observation method etc. were conducted to obtain opinions from stakeholders on decisions that significantly affect them.	X					
<b>3.3. HUMAN RESOURCES POLICY</b>						
3.3.1 - The company has adopted an employment policy ensuring equal opportunities, and a succession plan for all key managerial positions.	X					



Corporate Governance Compliance Report	Company Compliance Status					Explanation
	Yes	Partial	No	Exempted	Not Applicable	
3.3.2 - Recruitment criteria are documented.	X					
3.3.3 - The company has a policy on human resources development, and organises trainings for employees.	X					
3.3.4 - Meetings have been organised to inform employees on the financial status of the company, remuneration, career planning, education and health.	X					
3.3.5 - Employees, or their representatives, were notified of decisions impacting them. The opinion of the related trade unions was also taken.	X					
3.3.6 - Job descriptions and performance criteria have been prepared for all employees, announced to them and taken into account to determine employee remuneration.	X					
3.3.7 - Measures (procedures, trainings, raising awareness, goals, monitoring, complaint mechanisms) have been taken to prevent discrimination, and to protect employees against any physical, mental, and emotional mistreatment.	X					
3.3.8 - The company ensures freedom of association and supports the right for collective bargaining.	X					
3.3.9 - A safe working environment for employees is maintained.	X					
<b>3.4. RELATIONS WITH CUSTOMERS AND SUPPLIERS</b>						
3.4.1 - The company measured its customer satisfaction, and operated to ensure full customer satisfaction.	X					
3.4.2 - Customers are notified of any delays in handling their requests.	X					
3.4.3 - The company complied with the quality standards with respect to its products and services.	X					
3.4.4 - The company has in place adequate controls to protect the confidentiality of sensitive information and business secrets of its customers and suppliers.	X					
<b>3.5. ETHICAL RULES AND SOCIAL RESPONSIBILITY</b>						
3.5.1 - The board of the corporation has adopted a code of ethics, disclosed on the corporate website.	X					
3.5.2-The company has been mindful of its social responsibility and has adopted measures to prevent corruption and bribery.	X					



Corporate Governance Compliance Report	Company Compliance Status					Explanation
	Yes	Partial	No	Exempted	Not Applicable	
<b>4.1. ROLE OF THE BOARD OF DIRECTORS</b>						
4.1.1 - The board of directors has ensured strategy and risks do not threaten the long-term interests of the company, and that effective risk management is in place.	X					
4.1.2 - The agenda and minutes of board meetings indicate that the board of directors discussed and approved strategy, ensured resources were adequately allocated, and monitored company and management performance.	X					
<b>4.2. ACTIVITIES OF THE BOARD OF DIRECTORS</b>						
4.2.1 - The board of directors documented its meetings and reported its activities to the shareholders.	X					
4.2.2 - Duties and authorities of the members of the board of directors are disclosed in the annual report.	X					
4.2.3 - The board has ensured the company has an internal control framework adequate for its activities, size and complexity.	X					
4.2.4 - Information on the functioning and effectiveness of the internal control system is provided in the annual report.	X					
4.2.5 - The roles of the Chairman and Chief Executive Officer are separated and defined.	X					
4.2.7 - The board of directors ensures that the Investor Relations department and the corporate governance committee work effectively. The board works closely with them when communicating and settling disputes with shareholders.	X					
4.2.8 - The company has subscribed to a Directors and Officers liability insurance covering more than 25% of the capital.			X			No insurance has been made.
<b>4.3. STRUCTURE OF THE BOARD OF DIRECTORS</b>						
4.3.9 - The board of directors has approved the policy on its own composition, setting a minimal target of 25% for female directors. The board annually evaluates its composition and nominates directors so as to be compliant with the policy.		X				Our Board of Directors has female members, and the nomination process is determined in consideration of inclusion and competency criteria. Works are ongoing for the development of a policy to increase compliance with diversity and inclusion criteria, which will also consider the members' competency.



Corporate Governance Compliance Report	Company Compliance Status					Explanation
	Yes	Partial	No	Exempted	Not Applicable	
4.3.10 - At least one member of the audit committee has 5 years of experience in audit / accounting and finance	X					
<b>4.4. BOARD MEETING PROCEDURES</b>						
4.4.1 - Each board member physically or electronically attended the majority of the board meetings in person.	X					
4.4.2 - The board has formally approved a minimum time by which information and documents relevant to the agenda items should be supplied to all board members.	X					
4.4.3 - The opinions of board members that could not attend the meeting, but did submit their opinion in written format, were presented to other members.	X					
4.4.4 - Each member of the board has one vote.	X					
4.4.5 - The board has a charter/written internal rules defining the meeting procedures of the board.	X					
4.4.6 - Board minutes document that all items on the agenda are discussed, and board resolutions include director's dissenting opinions if any.	X					
4.4.7 - There are limits to external commitments of board members. Shareholders are informed of board members' external commitments at the General Shareholders' Meeting.			X			No rules or restrictions have been laid down for preventing members of the board of directors from serving outside the company, and their services in this scope are presented to the shareholders in the general assembly meeting for information.
<b>4.5. BOARD COMMITTEES</b>						
4.5.5 - Board members serve in only one of the Board's committees.			X			As the chairmen of the Committees and all members of the Audit Committee must be independent members, some independent members serve in several committees.
4.5.6 - Committees have invited persons to the meetings as deemed necessary to obtain their views.	X					
4.5.7 - If external consultancy services are used, the independence of the provider is stated in the annual report.					X	The committees have not procured consulting services.
4.5.8 - Minutes of all committee meetings are kept and reported to board members.	X					



Corporate Governance Compliance Report	Company Compliance Status					Explanation
	Yes	Partial	No	Exempted	Not Applicable	
<b>4.6. FINANCIAL RIGHTS</b>						
4.6.1 - The board of directors has conducted a board performance evaluation to review whether it has discharged all its responsibilities effectively.	X					
4.6.4 - The company did not extend any loans to its board directors or executives, nor extended their lending period or enhanced the amount of those loans, or improve conditions thereon, and did not extend loans under a personal credit title by third parties or provided guarantees such as surety in favour of them.	X					
4.6.5 - The individual remuneration of board members and executives is disclosed in the annual report.		X				The wages paid to members of the board of directors and managers with administrative responsibilities are explained in the annual report; however no explanation has been provided on an individual basis.



## CORPORATE GOVERNANCE INFORMATION FORM

<b>1. SHAREHOLDERS</b>	
<b>1.1. Facilitating the Exercise of Shareholders Rights</b>	
The number of investor meetings (conference, seminar/etc.) organised by the company during the year	91 physical and 68 virtual meetings were held.
<b>1.2. Right to Obtain and Examine Information</b>	
The number of special audit request(s)	-
The number of special audit requests that were accepted at the General Shareholders' Meeting	-
<b>1.3. General Assembly</b>	
Link to the PDP announcement that demonstrates the information requested by Principle 1.3.1. (a-d)	<a href="https://www.kap.org.tr/en/Bildirim//1004839">https://www.kap.org.tr/en/Bildirim//1004839</a>
Whether the company provides materials for the General Shareholders' Meeting in English and Turkish at the same time	No
The links to the PDP announcements associated with the transactions that are not approved by the majority of independent directors or by unanimous votes of present board members in the context of Principle 1.3.9	-
The links to the PDP announcements associated with related party transactions in the context of Article 9 of the Communique on Corporate Governance (II-17.1)	-
The links to the PDP announcements associated with common and continuous transactions in the context of Article 10 of the Communique on Corporate Governance (II17.1)	-
The name of the section on the corporate website that demonstrates the donation policy of the company	<a href="https://www.alarkoyatirim.com.tr/en/investor-relations/corporate-governance/articles-of-association.pdf">https://www.alarkoyatirim.com.tr/en/investor-relations/corporate-governance/articles-of-association.pdf</a>
The relevant link to the PDP with minute of the General Shareholders' Meeting where the donation policy has been approved	<a href="https://www.kap.org.tr/en/Bildirim/1013792">https://www.kap.org.tr/en/Bildirim/1013792</a>
The number of the provisions of the articles of association that discuss the participation of stakeholders to the General Shareholders' Meeting	<a href="https://www.alarkoyatirim.com.tr/en/investor-relations/corporate-governance/articles-of-association.pdf">https://www.alarkoyatirim.com.tr/en/investor-relations/corporate-governance/articles-of-association.pdf</a> , article no: 20,21,22,23,24
Identified stakeholder groups that participated in the General Shareholders' Meeting, if any	-
<b>1.4. Voting Rights</b>	
Whether the shares of the company have differential voting rights	No
In case that there are voting privileges, indicate the owner and percentage of the voting majority of shares.	-
The percentage of ownership of the largest shareholder	34,78%
<b>1.5. Minority Rights</b>	
Whether the scope of minority rights enlarged (in terms of content or the ratio) in the articles of the association	No
If yes, specify the relevant provision of the articles of association.	-
<b>1.6. Dividend Right</b>	
The name of the section on the corporate website that describes the dividend distribution policy.	<a href="https://www.alarkoyatirim.com.tr/index.php/en/investor-relations/corporate-governance/profit-distribution-policy">https://www.alarkoyatirim.com.tr/index.php/en/investor-relations/corporate-governance/profit-distribution-policy</a>
Minutes of the relevant agenda item in case the board of directors proposed to the general assembly not to distribute dividends, the reason for such proposal and information as to use of the dividend.	Dividend distribution made.
PDP link to the related general shareholder meeting minutes in case the board of directors proposed to the general assembly not to distribute dividends.	Dividend distribution made.



## General Assembly Meetings

General Meeting Date	Meeting Date The number of information requests received by the company regarding the clarification of the agenda of the General Shareholders' Meeting	Shareholder participation rate to the General Shareholders' Meeting	Percentage of shares directly present at the GSM	Percentage of shares represented by proxy	Specify the name of the page of the corporate website that contains the General Shareholders' Meeting minutes, and also indicates for each resolution the voting levels for or against	Specify the name of the page of the corporate website that contains all questions asked in the general assembly meeting and all responses to them	The number of the relevant item or paragraph of General Shareholders' Meeting minutes in relation to related party transactions	The number of declarations by insiders received by the board of directors	The link to the related PDP general shareholder meeting notification
29.03.2022	0	51,71%	0,48%	51,23%	<a href="https://www.alarkoyatirim.com.tr/index.php/en/investor-relations/corporate-governance/general-assembly-participation-and-minutes">https://www.alarkoyatirim.com.tr/index.php/en/investor-relations/corporate-governance/general-assembly-participation-and-minutes</a>	<a href="https://www.alarkoyatirim.com.tr/index.php/en/investor-relations/corporate-governance/general-assembly-participation-and-minutes">https://www.alarkoyatirim.com.tr/index.php/en/investor-relations/corporate-governance/general-assembly-participation-and-minutes</a>	-	0	<a href="https://www.kap.org.tr/en/Bildirim/1013792">https://www.kap.org.tr/en/Bildirim/1013792</a>

2. DISCLOSURE AND TRANSPARENCY	
<b>2.1. Corporate Website</b>	
Specify the name of the sections of the website providing the information requested by the Principle 2.1.1.	<a href="https://www.alarkoyatirim.com.tr/index.php/en/investor-relations/corporate-governance">https://www.alarkoyatirim.com.tr/index.php/en/investor-relations/corporate-governance</a>
If applicable, specify the name of the sections of the website providing the list of shareholders (ultimate beneficiaries) who directly or indirectly own more than 5% of the shares.	<a href="https://www.alarkoyatirim.com.tr/index.php/en/investor-relations/corporate-governance/shareholder-structure">https://www.alarkoyatirim.com.tr/index.php/en/investor-relations/corporate-governance/shareholder-structure</a>
List of languages for which the website is available	Turkish, English
<b>2.2. Annual Report</b>	
The page numbers and/or name of the sections in the Annual Report that demonstrate the information requested by principle 2.2.2.	
a) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on the duties of the members of the board of directors and executives conducted out of the company and declarations on independence of board members	Information Regarding Members of the Board pages 5 Board of Directors - page 13
b) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on committees formed within the board structure	Assessment of The Operating Principles and Effectiveness of Committees of The Board of Directors - page 15
c) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on the number of board meetings in a year and the attendance of the members to these meetings	Operational Principles of the Board of Directors page 14
ç) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on amendments in the legislation which may significantly affect the activities of the corporation	Additional Information Regarding Our Activities page 9
d) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on significant lawsuits filed against the corporation and the possible results thereof	Annual Report of the Board of Directors - page 8
e) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on the conflicts of interest of the corporation among the institutions that it purchases services on matters such as investment consulting and rating and the measures taken by the corporation in order to avoid from these conflicts of interest	-



f) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on the cross ownership subsidiaries that the direct contribution to the capital exceeds 5%	Additional Information Regarding Our Activities page 9
g) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on social rights and professional training of the employees and activities of corporate social responsibility in respect of the corporate activities that arises social and environmental results	Information About Human Resources - page 11, Human Resources Policy - page 16, Rules of Ethics and Social Responsibility page 16
<b>3. STAKEHOLDERS</b>	
<b>3.1. Corporation's Policy on Stakeholders</b>	
The name of the section on the corporate website that demonstrates the employee remedy or severance policy	-
The number of definitive convictions the company was subject to in relation to breach of employee rights	-
The position of the person responsible for the alert mechanism (i.e. whistleblowing mechanism)	Investor Relations Department Manager
The contact detail of the company alert mechanism	Metin Franko Tel: 0212 310 34 14 metin.franko@alarko.com.tr Fatma Acar Tel: (0212) 310 34 63 fatma.acar@alarko.com.tr
<b>3.2. Supporting the Participation of the Stakeholders in the Corporation's Management</b>	
Name of the section on the corporate website that demonstrates the internal regulation addressing the participation of employees on management bodies	-
Corporate bodies where employees are actually represented	-
<b>3.3. Human Resources Policy</b>	
The role of the board on developing and ensuring that the company has a succession plan for the key management positions	Succession plan is being conducted by the Board of Directors.
The name of the section on the corporate website that demonstrates the human resource policy covering equal opportunities and hiring principles. Also provide a summary of relevant parts of the human resource policy.	<a href="http://www.alarkoyatirim.com.tr/index.php/en/investor-relations/annual-reports/HumanResourcesPolicy">http://www.alarkoyatirim.com.tr/index.php/en/investor-relations/annual-reports/Human Resources Policy</a>
Whether the company provides an employee stock ownership programme	There is no employee share ownership plan.
The name of the section on the corporate website that demonstrates the human resource policy covering discrimination and mistreatments and the measures to prevent them. Also provide a summary of relevant parts of the human resources policy.	<a href="http://www.alarkoyatirim.com.tr/index.php/en/investor-relations/annual-reports/HumanResourcesPolicy">http://www.alarkoyatirim.com.tr/index.php/en/investor-relations/annual-reports/Human Resources Policy</a>
The number of definitive convictions the company is subject to in relation to health and safety measures	-
<b>3.5. Ethical Rules and Social Responsibility</b>	
The name of the section on the corporate website that demonstrates the code of ethics	<a href="http://www.alarkoyatirim.com.tr/index.php/en/investor-relations/annual-reports/RulesofEthicsandSocialResponsibility">http://www.alarkoyatirim.com.tr/index.php/en/investor-relations/annual-reports/Rules of Ethics and Social Responsibility</a>
The name of the section on the company website that demonstrates the corporate social responsibility report. If such a report does not exist, provide the information about any measures taken on environmental, social and corporate governance issues.	<a href="http://www.alarkoyatirim.com.tr/index.php/en/investor-relations/annual-reports/RulesofEthicsandSocialResponsibility">http://www.alarkoyatirim.com.tr/index.php/en/investor-relations/annual-reports/Rules of Ethics and Social Responsibility</a>





Any measures combating any kind of corruption including embezzlement and bribery	<a href="http://www.alkoyatirim.com.tr/index.php/en/investor-relations/annual-reports/Risk-Management-and-Internal-Audit-Mechanism">http://www.alkoyatirim.com.tr/index.php/en/investor-relations/annual-reports/Risk Management and Internal Audit Mechanism</a>
<b>4. BOARD OF DIRECTORS - I</b>	
<b>4.2. Activity of the Board of Directors</b>	
Date of the last board evaluation conducted	29.03.2022
Whether the board evaluation was externally facilitated	No
Whether all board members released from their duties at the GSM	Yes
Name(s) of the board member(s) with specific delegated duties and authorities, and descriptions of such duties	-
Number of reports presented by internal auditors to the audit committee or any relevant committee to the board	2
Specify the name of the section or page number of the annual report that provides the summary of the review of the effectiveness of internal controls	Risk Management and Internal Audit Mechanism page 12
Name of the Chairman	Mehmet Ahkemođlu
Name of the CEO	General Manager - Harun Hanne Moreno
If the CEO and Chair functions are combined: provide the link to the relevant PDP announcement providing the rationale for such combined roles	-
Link to the PDP notification stating that any damage that may be caused by the members of the board of directors during the discharge of their duties is insured for an amount exceeding 25% of the company's capital	-
The name of the section on the corporate website that demonstrates current diversity policy targeting women directors	-
The number and ratio of female directors within the Board of Directors	1 - 14,29%

### Composition of Board of Directors

Name, Surname of Board Member	Whether Executive Director Or Not	Whether Independent Director Or Not	The First Election Date To Board	Link To PDP Notification That Includes The Independency Declaration	Whether the Independent Director Considered By The Nomination Committee	Whether She/He is the Director Who Ceased to Satisfy The Independence or Not	Whether The Director Has At Least 5 Years' Experience On Audit, Accounting And/ Or Finance Or Not
Mehmet AHKEMOĐLU	Non-executive	Not independent director	29.03.2006	-	-	-	-
Harun Hanne MORENO	Executive	Not independent director	29.03.2022	-	-	-	-
Ümit Nuri YILDIZ	Non-executive	Not independent director	27.03.2009	-	-	-	-
Alpaslan SERPEN	Non-executive	Not independent director	08.07.2020	-	-	-	-
Hami Özçelik ÇATALOĐLU	Non-executive	Independent director	29.03.2021	-	Considered	No	Yes
Mustafa Tansu USLU	Non-executive	Independent director	26.03.2018	-	Considered	No	Yes
Bedriye Banu KOKER	Non-executive	Independent director	29.03.2022	-	Considered	No	Yes



<b>4. BOARD OF DIRECTORS - II</b>	
<b>4.4. Meeting Procedures of the Board of Directors</b>	
Number of physical or electronic board meetings in the reporting period (meetings in person)	17
Director average attendance rate at board meetings	100%
Whether the board uses an electronic portal to support its work or not	No
Number of minimum days ahead of the board meeting to provide information to directors, as per the board charter	3
The name of the section on the corporate website that demonstrates information about the board charter	<a href="http://www.alarkoyatirim.com.tr/index.php/en/investor-relations/annual-reports/Operational-Principles-of-the-Board-of-Directors">http://www.alarkoyatirim.com.tr/index.php/en/investor-relations/annual-reports/Operational Principles of the Board of Directors</a>
Number of maximum external commitments for board members as per the policy covering the number of external duties held by directors	-
<b>4.5. Board Committees</b>	
Page numbers or section names of the annual report where information about the board committees are presented	Assessment of The Operating Principles and Effectiveness of Committees of The Board of Directors - page 15
Link(s) to the PDP announcement(s) with the board committee charters	<a href="https://www.kap.org.tr/en/Bildirim/229158">https://www.kap.org.tr/en/Bildirim/229158</a> <a href="https://www.kap.org.tr/en/Bildirim/198295">https://www.kap.org.tr/en/Bildirim/198295</a>

#### Composition of Board Committees - I

<b>Names Of The Board Committees</b>	<b>Name Of Committees Defined As "Other" In The First Column</b>	<b>Name-Surname of Committee Members</b>	<b>Whether Committee Chair Or Not</b>	<b>Whether Board Member Or Not</b>
Audit Committee	-	Mustafa Tansu USLU	Yes	Board Member
Audit Committee	-	Bedriye Banu KÖKER	No	Board Member
Corporate Governance Committee	-	Mustafa Tansu USLU	Yes	Board Member
Corporate Governance Committee	-	Mehmet AHKEMOĞLU	No	Board Member
Corporate Governance Committee	-	Alpaslan SERPEN	No	Board Member
Corporate Governance Committee	-	Metin FRANKO	No	Not Board Member
Committee of Early Detection of Risk	-	Mustafa Tansu USLU	Yes	Board Member
Committee of Early Detection of Risk	-	Ümit Nuri YILDIZ	No	Board Member
Committee of Early Detection of Risk	-	Mehmet AHKEMOĞLU	No	Board Member
Committee of Early Detection of Risk	-	Alpaslan SERPEN	No	Board Member



<b>4. BOARD OF DIRECTORS - III</b>	
<b>4.5. Board Committees - II</b>	
Specify where the activities of the audit committee are presented in your annual report or website (Page number or section name in the annual report/website)	Annual Report / Assessment of The Operating Principles and Effectiveness of Committees of The Board of Directors - page 15
Specify where the activities of the corporate governance committee are presented in your annual report or website (Page number or section name in the annual report/website)	Annual Report / Assessment of The Operating Principles and Effectiveness of Committees of The Board of Directors - page 15
Specify where the activities of the nomination committee are presented in your annual report or website (Page number or section name in the annual report/website)	Corporate Governance Committee carries out the duties of the Nomination Committee.
Specify where the activities of the early detection of risk committee are presented in your annual report or website (Page number or section name in the annual report/website)	Annual Report / Assessment of The Operating Principles and Effectiveness of Committees of The Board of Directors - page 15
Specify where the activities of the remuneration committee are presented in your annual report or website (Page number or section name in the annual report/website)	Corporate Governance Committee carries out the duties of the Remuneration Committee.
<b>4.6. Financial Rights</b>	
Specify where the operational and financial targets and their achievement are presented in your annual report (Page number or section name in the annual report)	Annual Report of the Board of Directors page 8, General Information Regarding Our Activities page 9
Specify the section of website where remuneration policy for executive and non-executive directors are presented.	<a href="https://www.alarkoyatirim.com.tr/index.php/en/investor-relations/corporate-governance/significant-management-board-resolutions">https://www.alarkoyatirim.com.tr/index.php/en/investor-relations/corporate-governance/significant-management-board-resolutions</a>
Specify where the individual remuneration for board members and senior executives are presented in your annual report (Page number or section name in the annual report)	Financial Rights Granted to Board Members And Top Executives - page 11

#### Composition of Board Committees - II

Names Of The Board Committees	Name of committees defined as "Other" in the first column	The Percentage Of Non-executive Directors	The Percentage Of Independent Directors In The Committee	The Number Of Meetings Held In Person	The Number Of Reports On Its Activities Submitted To The Board
Audit Committee	-	100%	100%	5	5
Corporate Governance Committee	-	100%	25%	3	3
Committee of Early Detection of Risk	-	100%	25%	1	6



## SUSTAINABILITY PRINCIPLES COMPLIANCE DECLARATION

Alarko Gayrimenkul Yatırım Ortaklığı A.Ş. closely follows best practices in sustainability, including those specified in the Capital Markets Board (CMB) Sustainability Principles Compliance Framework, and conducts its activities to ensure compliance with generally accepted best practices in this field.

Practices regarding the principles within the scope of the CMB Sustainability Principles Compliance Framework are included in the “Sustainability” section of the Annual Report.

### A. General Principles

Alarko Gayrimenkul Yatırım Ortaklığı A.Ş. manages environmental, social, and corporate governance principles within the context of sustainability by incorporating them into its practices and projects.

While environmental sensitivity is prioritized in all projects that have been and are currently being carried out, we constantly improve OHS and environmental performance in all projects by measuring them on both a project and an individual basis.

We ensure that these issues are taken into consideration in the management of the assets we rent to operating companies.

Environmental Management Systems are regularly reported in the “Management Review Meetings” as part of the activities carried out under the Hillside Beach Club holiday village brand in Fethiye, which is in our Company’s portfolio.

The prior year’s target and completion rate, as well as the target for the following year, are provided.

### B. Environmental Principles

In terms of environmental principles, the Tourism Group, the operating company that manages the Hillside Beach Club Holiday Resort in Fethiye, which is an asset of our Company, holds ISO 18001, Food Safety 22000, Environmental Management 14001, Safe Tourism Certificate, Zero Waste Basic Certificate, Blue Flag Certificate, HACCP Gold Certificate, and Travelife Gold certificates, and this facility is regularly audited and compliant.

Regulations on environmental pollution and solid hazardous waste pollution are complied with. ISO 18001, and Environmental Management 14001 practices and principles are complied with.

Every year, saplings are planted, and annual electricity, gas, and water consumption is reduced to combat environmental problems. It is aimed to reduce the consumption of chemicals, and the staff is trained on this issue.

### C. Social Principles

Full compliance with the legal framework and legislation is achieved in the employment contract made with all employees who will work at Alarko Gayrimenkul Yatırım Ortaklığı A.Ş. and in human resources procedures. Equal opportunity in recruitment is maintained through policies in compliance with the applicable legislation. The requirements of the Labor and Social Security



Legislation and Labor Law against discrimination, inequality, human rights violations, and child labor are met.

Processes and policies on the protection of personal data have been developed, and are regularly updated and controlled.

Customer satisfaction is extremely important to Hillside, and we use a Customer Questionnaire Form that is sent to our customers regularly throughout the year to measure their satisfaction and take quick action when necessary.

The ethical rules and principles approved by the Company's Board of Directors and accepted by all Alarko Gayrimenkul Yatırım Ortaklığı A.Ş. Members and Management, as well as stated in the Philosophy of Alarko Group of Companies, are shared under the title of "Ethical Rules and Social Responsibility" in the Annual Report.

#### **D. Corporate Governance Principles**

Sustainability is at the center of the corporate governance strategy. Disciplinary procedures are in place in relation to bribery and corruption.



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## INDEPENDENT AUDITOR'S REPORT ON THE ANNUAL REPORT OF THE BOARD OF DIRECTORS

To the General Assambly of  
Alarko Gayrimenkul Yatırım Ortaklığı A.Ş.

### 1) Opinion

We have audited the annual report of Alarko Gayrimenkul Yatırım Ortaklığı Anonim Şirketi ("the Company) and its subsidiaries ("the Group") for the period of 01.01.2022 - 31.12.2022.

In our opinion, the consolidated financial information provided in the annual report of the Board of Directors and the discussions made by the Board of Directors on the situation of the Group are presented fairly and consistent, in all material respects, with the audited full set consolidated financial statements and the information we obtained during the audit.

### 2) Basis for Opinion

We conducted our audit in accordance with standards on auditing as issued by the Capital Markets Board of Turkey and Independent Auditing Standards (InAS) which are part of the Turkish Auditing Standards as issued by the Public Oversight Accounting and Auditing Standards Authority of Turkey (POA). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Annual Report section of our report. We are independent of the Group in accordance with the Code of Ethics for Independent Auditors (Code of Ethics) as issued by the POA, and we have fulfilled our other ethical responsibilities in accordance with the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### 3) Our Auditor's Opinion on the Full Set Consolidated Financial Statements

We have expressed an unqualified opinion in our auditor's report dated February 24, 2023 on the full set consolidated financial statements of the Group for the period of 01.01.2022 - 31.12.2022.

### 4) The Responsibility of the Board of Directors on the Annual Report

In accordance with Articles 514 and 516 of the Turkish Commercial Code 6102 ("TCC") and the provisions of the Communiqué II-14.1 on the Principles of Financial Reporting In Capital Markets ("the Communiqué") of the Capital Market Board ("CMB"), the management of the Group is responsible for the following items:

- Preparation of the annual report within the first three months following the balance sheet date and submission of the annual report to the general assembly.
- Preparation and fair presentation of the annual report; reflecting the operations of the Group for the year, along with its financial position in a correct, complete, straightforward, true and honest



manner. In this report, the financial position is assessed according to the consolidated financial statements. The development of the Group and the potential risks to be encountered are also noted in the report. The evaluation of the board of directors is also included in this report.

c) The annual report also includes the matters below:

- Subsequent events occurred after the end of the fiscal year which have significance,
- The research and development activities of the Group,
- Financial benefits such as salaries and bonuses paid to the board members and to those charged governance, allowances, travel, accommodation and representation expenses, financial aids and aids in kind, insurances and similar deposits.

When preparing the annual report, the board of directors takes into account the secondary legislative arrangements published by the Ministry of Trade and related institutions.

##### **5) Auditor's Responsibilities for the Audit of the Annual Report**

Our aim is to express an opinion, based on the independent audit we have performed on the annual report in accordance with provisions of the Turkish Commercial Code and the Communiqué, on whether the consolidated financial information provided in this annual report and the discussions of the Board of Directors are presented fairly and consistent with the Group's audited consolidated financial statements and to prepare a report including our opinion.

The independent audit we have performed is conducted in accordance with InAS and the standards on auditing as issued by the Capital Markets Board of Turkey. These standards require compliance with ethical provisions and the independent audit to be planned and performed to obtain reasonable assurance on whether the consolidated financial information provided in the annual report and the discussions of the Board of Directors are free from material misstatement and consistent with the consolidated financial statements.

The name of the engagement partner who supervised and concluded this audit is Tolga Özdemir



Ganey Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi  
A member firm of Ernst & Young Global Limited

Tolga Özdemir, SMMM  
Partner

February 24, 2023  
İstanbul, Türkiye



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## INDEPENDENT AUDITOR'S REPORT

To the General Assambly of  
**Alarko Gayrimenkul Yatırım Ortaklığı A.Ş.**

### ***A) Report on the Audit of the Consolidated Financial Statements***

#### ***1) Opinion***

We have audited the consolidated financial statements of Alarko Gayrimenkul Yatırım Ortaklığı Anonim Şirketi (the Company) and its subsidiaries (the Group), which comprise the consolidated statement of financial position as at December 31, 2022, and the consolidated statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2022, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with the Turkish Financial Reporting Standards ("TFRS").

#### ***2) Basis for Opinion***

We conducted our audit in accordance with standards on auditing as issued by the Capital Markets Board of Turkey and Independent Auditing Standards (InAS) which are part of the Turkish Auditing Standards as issued by the Public Oversight Accounting and Auditing Standards Authority of Turkey (POA). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics for Independent Auditors (Code of Ethics) as issued by the POA, and we have fulfilled our other ethical responsibilities in accordance with the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### ***3) Key Audit Matters***

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.





Key Audit Matter	How the matter was addressed in the audit
<p data-bbox="236 667 788 696"><b>Valuation of investment properties</b></p> <p data-bbox="236 719 788 927">As explained in Notes 2 and 9, the Group evaluates its investment properties by the fair value method after the initial recognition. As of December 31, 2022, the fair value of the investment properties valued at 4.904.060.580 TL, which are shown in the consolidated financial statements, are determined by independent valuation companies and the details are explained in Note 9.</p> <p data-bbox="236 949 788 1084">Since investment properties constitute an important part of the Group's total assets and the valuation methods used contain important estimates and assumptions, the valuation of investment properties is considered as a key audit subject by us.</p>	<p data-bbox="807 667 1350 748">We have assessed the licenses, competencies and impartiality of real estate appraisers appointed by the management.</p> <p data-bbox="807 770 1350 949">In our audit, the appropriateness of the valuation methods used by the valuation experts in the valuation reports of investment properties was evaluated. In the valuation reports, the reconciliation of the values appreciated by the valuation experts for the independent sections to the amounts explained in Note 9 has been reviewed.</p> <p data-bbox="807 972 1350 1151">The audit procedures we apply include the investigation of market data against the assumptions (including real discount rate, market rents and estimated occupancy rates) used by valuation experts in their valuation. For this evaluation, appraisers included in the audit network that we are connected to are included in the studies.</p> <p data-bbox="807 1173 1350 1308">Due to the presence of high-level judgments used in the valuation reports as well as alternative estimates and valuation methods, we have assessed whether the value appreciated by valuation specialists is within an acceptable range.</p> <p data-bbox="807 1330 1350 1503">In addition, the appropriateness of the information contained in the consolidated financial statements and explanatory footnotes was taken into consideration by us, considering the importance of the disclosed information for the readers of the financial statements.</p>

#### **4) Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements**

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with TFRS, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.



### **5) Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

In an independent audit, our responsibilities as the auditors are:

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with standards on auditing as issued by the Capital Markets Board of Turkey and InAS will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with standards on auditing as issued by the Capital Markets Board of Turkey and InAS, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial



statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### **B) Report on Other Legal and Regulatory Requirements**

- 1) Auditors' report on Risk Management System and Committee prepared in accordance with paragraph 4 of Article 398 of Turkish Commercial Code ("TCC") 6102 is submitted to the Board of Directors of the Company on February 24, 2023.
- 2) In accordance with paragraph 4 of Article 402 of the TCC, no significant matter has come to our attention that causes us to believe that the Company's bookkeeping activities for the period 1 January - 31 December 2022 and financial statements are not in compliance with laws and provisions of the Company's articles of association in relation to financial reporting.
- 3) In accordance with paragraph 4 of Article 402 of the TCC, the Board of Directors submitted to us the necessary explanations and provided required documents within the context of audit.

The name of the engagement partner who supervised and concluded this audit is Tolga Özdemir.



Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi  
A member firm of Ernst & Young Global Limited

Tolga Özdemir, SMMM  
Partner

February 24, 2023  
İstanbul, Türkiye





**CONSOLIDATED FINANCIAL  
STATEMENTS AUDITED  
BY INDEPENDENT AUDITORS**



**ALARKO GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.**  
**AUDITED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION**  
**AS OF 31 DECEMBER 2022 (TL)**

<b>ASSETS</b>	<b>Notes</b>	<b>Audited 31 December 2022</b>	<b>Restated Audited (Note 2.4) 31 December 2021</b>	<b>Restated Audited (Note 2.4) 31 December 2020</b>
<b>CURRENT ASSETS</b>		<b>491.988.610</b>	<b>676.073.646</b>	<b>679.884.383</b>
Cash and Cash Equivalent	3	224.666.353	128.290.389	15.935.243
Financial Investments	4	37.609.284	395.484.549	630.367.091
Trade Receivables		157.851.593	141.664.076	26.041.848
Trade Receivables from Related Parties	6,25	155.685.980	140.472.759	25.006.214
Trade Receivables from Third Parties	6	2.165.613	1.191.317	1.035.634
Inventories	8	3.337.673	3.271.735	3.271.735
Prepaid Expenses	14	59.860.764	1.363.574	1.253.252
Current Tax Asset		8.169.835	3.663.303	2.766.841
Other Current Assets		386.612	151.891	248.373
<b>SUB TOTAL</b>		<b>491.882.114</b>	<b>673.889.517</b>	<b>679.884.383</b>
Assets Held for Sales	15	106.496	2.184.129	–
<b>NON - CURRENT ASSETS</b>		<b>5.606.716.070</b>	<b>2.545.159.311</b>	<b>1.254.475.017</b>
Financial Investments	4	693.486.780	142.080.898	111.192.121
Other Receivables		118.156	75.584	63.984
Other Receivables from Third Parties	7	118.156	75.584	63.984
Investment Properties	9	4.904.060.580	2.402.735.815	1.143.051.455
Property, Plant and Equipment	10	7.563.212	157.004	129.901
Intangible Assets		1.107.651	110.010	37.556
Other Intangible Assets	11	1.107.651	110.010	37.556
Prepaid Expenses	14	379.691	–	–
<b>TOTAL ASSETS</b>		<b>6.098.704.680</b>	<b>3.221.232.957</b>	<b>1.934.359.400</b>

The accompanying notes form an integral part of these financial statements.



<b>LIABILITIES</b>	<b>Notes</b>	<b>Audited 31 December 2022</b>	<b>Restated Audited (Note 2.4) 31 December 2021</b>	<b>Restated Audited (Note 2.4) 31 December 2020</b>
<b>CURRENT LIABILITIES</b>		<b>63.954.224</b>	<b>33.543.244</b>	<b>13.969.089</b>
Financial Borrowings	5	2.276.511	2.276.511	2.276.511
Short Term Portion of Long Term Borrowings	5	11.901.067	–	–
Trade Payables		16.947.722	7.988.845	6.394.743
- Trade Payables to Related Parties	6,25	1.383.971	397.156	4.744
- Trade Payables to Third Parties	6	15.563.751	7.591.689	6.389.999
Payables Related to Employee Benefits	13	2.911.262	94.050	72.635
Other Payables		27.582.753	22.270.553	3.916.378
- Other Payables to Third Parties	7	27.582.753	22.270.553	3.916.378
Deferred Income		88.767	66.851	59.228
Current Income Tax		2.244.946	846.434	1.249.594
Other Current Liabilities		1.196	–	–
<b>NON - CURRENT LIABILITIES</b>		<b>192.809.725</b>	<b>45.139.809</b>	<b>26.841.297</b>
Financial Borrowings	5	113.445.877	2.088.541	4.004.635
Other Payables		13.451.046	8.020.262	5.625.029
- Other Payables to Third Parties	7	13.451.046	8.020.262	5.625.029
Long-term Provisions		1.031.189	437.408	320.484
- Long-term Provisions for Employee Benefits	13	1.031.189	437.408	320.484
Deferred Tax Liability	23	64.881.613	34.593.598	16.891.149
<b>EQUITY</b>		<b>5.841.940.731</b>	<b>3.142.549.904</b>	<b>1.893.549.014</b>
Equity Attributable to Parent Share Capital	1,16	5.841.940.731	3.142.549.904	1.855.751.154
Adjustments to Share Capital	16	64.400.000	64.400.000	64.400.000
Treasury Stocks (-)	16	(30.338.787)	(19.763.998)	(21.995.618)
Effect of Mergers Involving Enterprises or Businesses Under Common Control	2.11	(166.602.668)	(58.579.468)	(9.105.268)
Other Comprehensive Income or Expenses That Will Not Be Reclassified Subsequently to Profit or Loss		95.422.555	13.222.404	8.927.079
- Gain / Loss From Investments in Equity Based Financial Instruments	4	95.823.429	13.277.599	8.944.298
- Gains / Losses on Revaluation and Remeasurement for Defined Benefit Plans		(400.874)	(55.195)	(17.219)
Other Accumulated Comprehensive Income That Will be Reclassified to Profit or Loss		195.042.832	106.935.278	17.842.091
- Currency Translation Difference		195.042.832	106.935.278	17.842.091
Restricted Reserves Appropriated from Profit	16	69.176.253	48.297.464	40.977.695
Prior Years' Profit/Losses	16	2.859.936.063	1.720.776.462	1.412.064.891
Net Profit / Loss for the Year	24	2.753.941.111	1.266.298.390	341.676.912
Non- Controlling Interests		–	–	37.797.860
<b>TOTAL LIABILITIES AND EQUITY</b>		<b>6.098.704.680</b>	<b>3.221.232.957</b>	<b>1.934.359.400</b>



**ALARKO GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.**  
**AUDITED CONSOLIDATED STATEMENTS OF PROFIT OR**  
**LOSS AND OTHER COMPREHENSIVE INCOME**  
**FOR THE PERIOD BETWEEN 1 JANUARY - 31 DECEMBER 2022 (TL)**

	Notes	Audited Current Year 1 Ocak 2022 31 Aralık 2022	Restated Audited Prior Year (Note 2.4) 1 Ocak 2021 31 Aralık 2021
<b>PROFIT AND LOSS</b>			
Revenue	17	171.907.061	136.191.050
Cost of Sales (-)	17	(3.931.158)	(1.543.441)
<b>GROSS PROFIT</b>		<b>167.975.903</b>	<b>134.647.609</b>
Administrative expenses (-)	18	(38.396.112)	(18.272.201)
Other Income from Operating Activities	20	2.677.648.263	1.184.036.167
Other Expenses from Operating Activities (-)	20	(42.185.967)	(30.338.567)
<b>OPERATING PROFIT</b>		<b>2.765.042.087</b>	<b>1.270.073.008</b>
Income from Investing Activities	21	2.556.877	163.591
Expenses form Investing Activities	21	(1.425.091)	-
<b>OPERATING PROFIT/(LOSS) BEFORE FINANCE INCOME / EXPENSE</b>		<b>2.766.173.873</b>	<b>1.270.236.599</b>
Financing Expenses (-)	22	(617.476)	(998.011)
<b>PROFIT BEFORE TAX FROM CONTINUING OPERATIONS</b>		<b>2.765.556.397</b>	<b>1.269.238.588</b>
- Current Tax Expense / Income		(1.967.488)	(548.707)
- Deferred Tax Expense / Income		(9.647.798)	(2.391.491)
<b>Tax Expense / Income from Continuing Operations</b>	<b>23</b>	<b>(11.615.286)</b>	<b>(2.940.198)</b>
<b>PROFIT FROM CONTINUING OPERATIONS</b>		<b>2.753.941.111</b>	<b>1.266.298.390</b>
<b>PROFIT FOR THE YEAR</b>	<b>24</b>	<b>2.753.941.111</b>	<b>1.266.298.390</b>
<b>OTHER COMPREHENSIVE INCOME</b>			
<b>Items that will not be Reclassified Subsequently to Profit or Loss</b>			
- Gain / Loss from Investments in Equity Based Financial Instruments	4,16	82.545.830	4.333.301
- Gain / Loss on Remeasurement of Defined Benefit Plans	13	(345.679)	(37.976)
<b>Items that will be Reclassified Subsequently to Profit or Loss</b>			
- Foreign Currency Translation Differences Regarding the Translation of Foreign Businesses		88.107.554	77.198.459
<b>OTHER COMPREHENSIVE INCOME / (EXPENSE)</b>		<b>170.307.705</b>	<b>81.493.784</b>
<b>TOTAL COMPREHENSIVE INCOME</b>		<b>2.924.248.816</b>	<b>1.347.792.174</b>
<b>Earnings per Share</b>			
- Earnings / (Loss) per Share from Continuing Operations	24	44,7835	20,5772

The accompanying notes form an integral part of these financial statements.



**ALARCO GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.**  
**AUDITED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY**  
**FOR THE PERIOD BETWEEN 1 JANUARY - 31 DECEMBER 2022 (TL)**

Notes	Share Capital	Adjustments to Share Capital	Treasury shares (-)	Effect of Mergers Involving Enterprises or Businesses Under Common Control	Gain / Loss from Investments in Equity Based Financial Instruments	Accumulated Gain / Loss on Remeasurement of Defined Benefit Plans	Accumulated Other Comprehensive Income or Expenses that will not be Reclassified Subsequently to Profit or Loss	Other Comprehensive Income and Expenses Accumulated that will be Reclassified In Profit or Loss	Retained Earnings					Total Equity
									Restricted Reserves Appropriated from Profit	Prior Years' Profit / (Losses)	Net Profit / Loss for the Year	Equity Attributable to Parent	Non - Controlling Interests	
<b>Balances as of 1 January 2021</b>														
	<b>64.400.000</b>	<b>963.372</b>	<b>(21.995.618)</b>	-	<b>9.898.473</b>	<b>(17.219)</b>	-	-	<b>40.977.695</b>	<b>1.385.692.663</b>	<b>330.185.303</b>	<b>1.810.094.669</b>	-	<b>1.810.094.669</b>
2,4	-	-	-	(9.105.288)	(944.175)	-	17.842.091	-	-	26.372.228	11.491.609	45.656.485	37.797.860	83.454.345
	<b>64.400.000</b>	<b>963.372</b>	<b>(21.995.618)</b>	(9.105.288)	8.944.298	(17.219)	17.842.091	-	40.977.695	1.412.064.891	341.676.912	1.855.751.154	37.797.860	1.893.549.014
17	-	-	-	-	-	-	-	-	9.551.389	281.893.523	(291.444.912)	-	-	-
	-	-	-	-	4.333.301	(37.976)	77.198.459	-	-	-	-	1.347.792.174	-	1.347.792.174
	-	-	-	(49.474.200)	-	-	-	-	-	-	-	(49.474.200)	-	(49.474.200)
16	-	-	2.231.620	-	-	-	-	-	(2.231.620)	914.916	(50.232.000)	(49.317.084)	-	(49.317.084)
	-	-	-	-	-	-	11.894.728	-	-	25.903.132	-	37.797.860	(37.797.860)	-
	<b>64.400.000</b>	<b>963.372</b>	<b>(19.763.998)</b>	<b>(58.579.468)</b>	<b>13.277.599</b>	<b>(55.195)</b>	<b>106.935.278</b>	<b>106.935.278</b>	<b>48.297.464</b>	<b>1.720.776.462</b>	<b>1.266.298.390</b>	<b>3.142.549.904</b>	-	<b>3.142.549.904</b>
<b>Balances as of 1 January 2022</b>														
	<b>64.400.000</b>	<b>963.372</b>	<b>(19.763.998)</b>	-	<b>13.277.599</b>	<b>(55.195)</b>	<b>30.804.310</b>	<b>30.804.310</b>	<b>48.297.464</b>	<b>1.660.631.817</b>	<b>1.261.477.309</b>	<b>3.060.032.678</b>	-	<b>3.060.032.678</b>
2,4	-	-	-	(58.579.468)	-	-	76.130.968	-	-	60.144.645	4.821.081	82.517.226	-	82.517.226
	<b>64.400.000</b>	<b>963.372</b>	<b>(19.763.998)</b>	<b>(58.579.468)</b>	<b>13.277.599</b>	<b>(55.195)</b>	<b>106.935.278</b>	<b>106.935.278</b>	<b>48.297.464</b>	<b>1.720.776.462</b>	<b>1.266.298.390</b>	<b>3.142.549.904</b>	-	<b>3.142.549.904</b>
17	-	-	-	-	-	-	-	-	10.304.000	1.149.734.390	(1.160.038.390)	-	-	-
	-	-	-	-	82.545.830	(345.679)	88.107.554	-	-	-	-	2.924.248.816	-	2.924.248.816
	-	-	-	(108.023.200)	-	-	-	-	-	-	-	(108.023.200)	-	(108.023.200)
16	-	-	4.720.735	-	-	-	-	-	(4.720.735)	4.720.735	(106.260.000)	(101.539.265)	-	(101.539.265)
	-	-	(15.295.524)	-	-	-	-	-	15.295.524	(15.295.524)	-	(15.295.524)	-	(15.295.524)
	<b>64.400.000</b>	<b>963.372</b>	<b>(30.338.787)</b>	<b>(166.602.668)</b>	<b>95.823.429</b>	<b>(400.874)</b>	<b>195.042.832</b>	<b>195.042.832</b>	<b>69.176.253</b>	<b>2.899.936.063</b>	<b>2.763.941.111</b>	<b>5.841.940.731</b>	-	<b>5.841.940.731</b>

The accompanying notes form an integral part of these financial statements.





**ALARKO GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.**  
**AUDITED CONSOLIDATED STATEMENTS OF CHANGES IN**  
**CASH FLOWS FOR THE PERIOD BETWEEN**  
**1 JANUARY - 31 DECEMBER 2022 (TL)**

	Notes	Audited 1 January 2022 31 December 2022	Restated Audited 31 January 2021 31 December 2021
<b>A. CASH FLOWS FROM OPERATING ACTIVITIES</b>		<b>119.502.115</b>	<b>554.966.440</b>
Profit / Loss for the Year		2.753.941.111	1.266.298.390
<b>Adjustments to Reconcile Profit/Loss for the Year</b>		<b>(2.560.593.688)</b>	<b>(1.036.524.998)</b>
- Adjustments Related to Depreciation and Amortization Expenses	10,11	692.332	51.476
- Adjustments Related to Provisions	13	248.102	101.874
- Adjustments Related to Interest Income and Expenses	20	(42.893.648)	(41.463.596)
- Adjustments Related to Unrealized Currency Translation Differences		(169.580.698)	(282.711.945)
- Adjustments Related to Gain/Loss on Fair Value	9,20	(2.339.259.171)	(715.293.200)
- Adjustments Related to Tax (Income) / Expense	23	11.615.286	2.940.198
- Adjustments Related to Losses/(Gains) on Disposal of Fixed Assets	20	(20.565.000)	-
- Adjustments Related to Losses / (Gains) on Disposal of Non - Current Assets Held For Sale or for Distribution to Shareholders		(859.465)	-
- Other Adjustments		8.574	(149.805)
<b>Changes In Working Capital</b>		<b>(38.076.671)</b>	<b>(81.058.539)</b>
- Adjustments Related to Increase / Decrease in Trade Receivables	6	(16.469.425)	(115.636.806)
- Adjustments Related to Increase / Decrease in Other Receivables From Operations	7	(42.572)	(11.600)
- Adjustments Related to Increase / Decrease in Inventories	8	(65.938)	-
- Adjustments Related to Increase / Decrease in Trade Payables	6	8.959.890	1.594.894
- Adjustments Related to Increase / Decrease in Other Payables From Operations	7	10.742.984	20.749.408
- Adjustments Related to Other Increase /Decrease in Working Capital		(41.201.610)	12.245.565
<b>Cash Generated from Operations</b>		<b>155.270.752</b>	<b>148.714.853</b>
Cash Outflows For Acquisition Of Debt Instruments	4	(573.216.894)	(714.227.544)
Cash Inflows From Sale Of Debt Instruments	4	538.017.233	1.121.453.924
Employment Termination Benefits Paid	13	-	(22.926)
Tax Return / (Payments)		(568.976)	(951.867)
<b>B. CASH FLOWS FROM INVESTING ACTIVITIES</b>		<b>(116.492.899)</b>	<b>(468.576.575)</b>
Cash Outflows Arising From Purchase of Shares or Capital Increase of Associates and / or Joint Ventures	2,11	(108.023.200)	(49.474.200)
Payments for Purchase of Property, Plant and Equipment and Intangible Assets	10,11	(8.585.069)	(90.158)
Cash Inflow From Investments Properties		39.640.000	-
Payments For Investment Properties	9	(75.910.090)	(451.977.694)
Cash Inflows From Sales Of Assets Held For Sale		4.548.059	-
Dividends Received From Other Equity Investments	21	272.321	163.591
Interest Received		31.565.080	32.801.886
<b>C. CASH FLOWS FROM FINANCING ACTIVITIES</b>		<b>5.259.194</b>	<b>(51.233.178)</b>
Cash Outflows for the Acquisition of Own Shares and Other Equity Instruments		(15.295.524)	-
Cash Inflows From Borrowing	5	124.800.000	-
Cash Outflows Related to Debt Payments	5	(2.706.017)	(1.916.094)
Dividends Paid	16	(101.539.265)	(49.317.084)
<b>NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS BEFORE THE EFFECT OF CURRENCY TRANSLATION DIFFERENCES</b>		<b>8.268.410</b>	<b>35.156.687</b>
<b>D. EFFECT OF CURRENCY TRANSLATION DIFFERENCES ON CASH AND CASH EQUIVALENTS</b>		<b>88.107.554</b>	<b>77.198.459</b>
<b>NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS</b>		<b>96.375.964</b>	<b>112.355.146</b>
<b>CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD</b>	<b>3</b>	<b>128.290.389</b>	<b>15.935.243</b>
<b>CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD</b>	<b>3</b>	<b>224.666.353</b>	<b>128.290.389</b>

The accompanying notes form an integral part of these financial statements.



# ALARKO GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş. AUDITED NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

(Amounts expressed in Turkish Lira (TL))

## 1- ORGANIZATION AND OPERATIONS OF THE COMPANY

The company name of Aletim Alarko Elektrik Tesisat ve İnşaat Malzemeleri Anonim Şirketi founded on 6 June 1978 was changed to Alarko Gayrimenkul Yatırım Ortaklığı Anonim Şirketi (the Company) upon being published in the Turkish Trade Register Gazette dated 6 August 1996 nr 4096. The Company applied to the Capital Markets Board ("CMB" or "Board") on 31 October 1996 for the registration of a document related to share certificates to be issued for the capital increase in its shareholders; and the document was registered by the CMB certificate Nr GYO 1/1552 dated 31 December 1996 in accordance with the Capital Markets Law.

The Company operates as a real estate partnership in accordance with the statements and regulations of the CMB. In this context, the Company invests in real estates, real estate projects, and capital market instruments. Accordingly, the Company acts in accordance with the regulations and legislation of the CMB in its principal activities, investment portfolio policies, and administrative limits.

As of 31 December 2022, 31 December 2021 and 31 December 2020, the shareholders and the shareholding structure of the Company at historic values is as follows:

	31 December 2022		31 December 2021		31 December 2020	
Shareholders	Share Rate (%)	Share Amount (TL)	Share Rate (%)	Share Amount (TL)	Share Rate (%)	Share Amount (TL)
Alarko Holding A.Ş.	16,42	10.570.843	16,42	10.570.843	16,42	10.570.843
Alsim Alarko Sanayi Tesisleri ve Tic. A.Ş.	34,78	22.400.102	34,78	22.400.102	34,78	22.400.102
Public Offering	48,77	31.408.178	48,77	31.408.178	48,77	31.408.178
Other (*)	0,03	20.877	0,03	20.877	0,03	20.877
<b>Total</b>	<b>100,00</b>	<b>64.400.000</b>	<b>100,00</b>	<b>64.400.000</b>	<b>100,00</b>	<b>64.400.000</b>

(\*) Represents total shareholdings less than 10%.

As of 31 December 2022, 31 December 2021 and 31 December 2020, the difference arising from restatement of the nominal value of the share capital amounts to TL 963.372. (Note 16 (b)).

The address of the Company's Head Office is Muallim Naci Caddesi, No:69 P.K. 34347 Ortaköy – Beşiktaş/İstanbul.

The majority of the Company shares belong to Alsim Alarko Sanayi Tesisleri ve Ticaret A.Ş. and 48,77% of the Company shares is traded at the Istanbul Stock Exchange since 1996.

As of 31 December 2022, the average number of the Company personnel is 19 (31 December 2021: 10).



The share certificates constituting the Company's share capital are classified in three groups, namely, Group A, Group B, and Group C. Group A share owners are granted the right to nominate four candidates for the Board of Directors and B Group share owners are granted the right to nominate three candidates for the Board of Directors. There are no other rights granted to the shareholders other than the right to nominate candidates for the Board of Directors.

#### **Joint Ventures:**

In the accompanying consolidated financial statements, Mosalarko OJSC company residing in the Russian Federation, whose activities are only real estate, has been consolidated according to the full consolidation method with 100% ownership as of 31 December 2022.

#### **Approval of financial statements:**

Board of Directors has approved the consolidated financial statements and delegated authority for publishing it on 24 February 2023. General Assembly has the authority to modify the financial statements.

## **2- BASIS OF PRESENTATION OF THE FINANCIAL STATEMENTS**

### **2.1 Basis of Presentation :**

#### **Statement of Compliance with TFRS**

The Company maintains its books of account and prepares its statutory consolidated financial statements in accordance with the prevailing commercial and financial legislation. The accompanying financial statements are prepared in accordance with the provisions of the "Communiqué Related to the Financial Reporting Principles at the Capital Markets" (Communiqué) Nr. II/14.1 of the CMB published in the Official Gazette dated 13 June 2013 Nr 28676, taking as basis the Turkish Accounting Standards /Turkish Financial Reporting Standards and the related appendices and interpretations (TAS/TFRS) put into effect by the Public Oversight Accounting and Auditing Standards Authority (POA) as per the Article 5 of the Communiqué. In addition, it has been presented in accordance with the TAS taxonomy published by the POA with the decision number 30 on June 2, 2016 and subsequently announced to the public on 15 April 2019, together with the changes in TFRS-15 Revenue from Customer Contracts and TFRS-16 Leasing standards.

Consolidated financial statements are prepared on the historical cost basis, except for the revaluation of investment properties and the fair value of financial investments. In determining the historical cost, fair value of the amount generally paid for the assets is taken as basis.

#### **Functional Currency**

The functional currency of the Parent Company is Turkish Lira (TL) and the accompanying consolidated financial statements and footnotes are presented in Turkish Lira (TL). The functional currency of the Parent Company's subsidiary operating in Russia is Ruble. In the statement of financial position, asset items are converted to TL with the buying rate at the end of the reporting period, liability items are converted to TL with the selling rate at the end of the reporting period, income and expenses are converted to TL with the average rate of the period. Profit or loss arising from the translation transaction is shown in the "currency translation differences" account in the consolidated statement of profit or loss and other comprehensive income.



### **Adjustment of Financial Statements during Hyper-Inflationary Periods**

In the announcement published by the Public Oversight Accounting and Auditing Standards Authority on January 20, 2022, it is stated that TAS 29 Financial Reporting in Hyperinflationary Economies does not apply to the TFRS financial statements as of December 31, 2021, since the cumulative change in the general purchasing power of the last three years according to Consumer Price Index (CPI) is 74.41%. In this respect, consolidated financial statements as of December 31, 2021 are not adjusted for inflation in accordance with TAS 29.”

### **Consolidation Principles**

During the preparation of the financial statements of the companies included in the consolidation, necessary adjustments and classifications have been made in terms of compliance with the Turkish Accounting Standards published by the Public Oversight Accounting and Auditing Standards Authority, and compliance with the accounting policies and presentation formats applied by the Group.

Subsidiaries refer to companies that Alarko Gayrimenkul Yatırım Ortaklığı A.Ş. has the authority and power to control directly and/or indirectly. Control is provided to the Group’s investee if and only if all of the following indicators are present; a) Has power over the investee, b) Is exposed to or has rights to varying returns from its involvement with the investee, c) Has the ability to use its power over the investee to influence the amount of returns it receives.

The financial position statements and profit or loss and other comprehensive income statements of the Subsidiaries are consolidated using the full consolidation method, and the book values and equity of the Subsidiaries owned by Alarko Gayrimenkul Yatırım Ortaklığı A.Ş. are mutually offset. Alarko Gayrimenkul Yatırım Ortaklığı A.Ş. Intra-group transactions and balances between the Group and its Subsidiaries have been deducted during consolidation. The book values of the shares owned by Alarko Gayrimenkul Yatırım Ortaklığı A.Ş. and the dividends arising from them have been netted off from the related equity and income statement accounts. Subsidiaries are included in the scope of consolidation from the date on which control over their activities is transferred to the Group and are excluded from the scope of consolidation on the date that control ceases.

Non-controlling interests in the net assets and operating results of Subsidiaries are presented as “non- controlling interests” in the consolidated statement of financial position and statement of profit or loss and other comprehensive income.

## **2.2 Adjustments :**

The accompanying consolidated financial statements are prepared in accordance with TAS/TFRS with the below mentioned adjustments which are not stated in the statutory records:

- Provision for doubtful receivables
- Calculation of rediscount on customers
- Depreciation adjustment for property, plant and equipment in accordance with TAS 16
- Retirement pay liability adjustment as per TAS 19
- Valuation of financial assets quoted at the stock exchange by market value
- Provisions for unused vacation days
- Valuation of investment properties at fair value
- Valuation of financial investments at fair value



- Valuation of financial assets held to maturity at the cost value amortized as per the effective interest method.
- Accounting of right-of-use asset according to TFRS 16
- Valuation of financial liabilities at amortized cost

### **2.3 Offsetting :**

Offsetting financial assets and liabilities can only be made under the conditions where the offsetting transaction is legally allowed and the company has an intention in this respect or where the acquisition of assets and fulfillment of liabilities are realized simultaneously.

### **2.4 Comparative Information and Adjustment of Prior Period Financial Statements :**

Consolidated financial statements are prepared comparatively with the previous period in order to enable the determination of financial position and performance trends. In order to comply with the presentation of the current period consolidated financial statements, comparative information is reclassified when deemed necessary and significant differences are disclosed.

Alarko Gayrimenkul Yatirim Ortakligi AS, Marksistskaya Sok., No.16, 109147 Moscow / Russian Federation, 50% of the shares of Mosalarko OJSC, the parent company of which is a real estate only real estate company, is owned by Alarko Holding A.Ş. Bought it for \$8,000,000. The purchase of the said share was registered in the Moscow Trade Registry of the Russian Federation on January 27, 2022. With Alarko Gayrimenkul Yatirim Ortakligi A.Ş.'s shareholding in Mosalarko OJSC reaching 100%, the Public Oversight Authority (KGK) has published in the Official Gazette dated 21 July 2013, "Accounting for Business Combinations Subject to Joint Control". In accordance with the principle, mergers under common control should be accounted for by restating prior period financial statements using the "Combination of Rights" method.

Transactions realized under common control are reflected in the financial statements according to the "Consolidation of Rights" method. In this context; With the acquisition of Mosalarko OJSC, the financial position statements for December 31, 2021 and 2020, the consolidated statement of profit or loss and other comprehensive income for the year ended December 31, 2021, the statement of changes in shareholders' equity and the statement of cash flows have been restated.



The effects of the relevant regulations and classifications explained above are presented in the financial statements below.

	Reported Prior Period 31 Aralık 2021	Adjustments	Restated Prior Period 31 Aralık 2021
<b>ASSETS</b>			
<b>CURRENT ASSETS</b>	<b>667.136.878</b>	<b>8.936.768</b>	<b>676.073.646</b>
Cash and Cash Equivalent	124.106.632	4.183.757	128.290.389
Financial Investments	395.484.549	-	395.484.549
Trade Receivables	140.777.320	886.756	141.664.076
Inventories	3.271.735	-	3.271.735
Prepaid Expenses	1.160.622	202.952	1.363.574
Current Tax Asset	-	3.663.303	3.663.303
Other Current Assets	151.891	-	151.891
Assets Held for Sales	2.184.129	-	2.184.129
<b>NON - CURRENT ASSETS</b>	<b>2.428.047.996</b>	<b>117.111.315</b>	<b>2.545.159.311</b>
Financial Investments	142.080.898	-	142.080.898
Other Receivables	75.584	-	75.584
Investments Valued by Equity Method	95.493.521	(95.493.521)	-
Investment Properties	2.190.261.137	212.474.678	2.402.735.815
Property, Plant and Equipment	26.846	130.158	157.004
Intangible Assets	110.010	-	110.010
<b>TOTAL ASSETS</b>	<b>3.095.184.874</b>	<b>126.048.083</b>	<b>3.221.232.957</b>
<b>LIABILITIES</b>			
<b>CURRENT LIABILITIES</b>	<b>30.034.305</b>	<b>3.508.939</b>	<b>33.543.244</b>
Financial Borrowings	2.276.511	-	2.276.511
Trade Payables	7.921.900	66.945	7.988.845
Payables Related to Employee Benefits	94.050	-	94.050
Other Payables	19.674.993	2.595.560	22.270.553
Deferred Income	66.851	-	66.851
Current Income Tax	-	846.434	846.434
<b>NON - CURRENT LIABILITIES</b>	<b>5.117.891</b>	<b>40.021.918</b>	<b>45.139.809</b>
Financial Borrowings	2.088.541	-	2.088.541
Other Payables	2.591.942	5.428.320	8.020.262
Long-term Provisions	437.408	-	437.408
Deferred Tax Liability	-	34.593.598	34.593.598
<b>EQUITY</b>	<b>3.060.032.678</b>	<b>82.517.226</b>	<b>3.142.549.904</b>
Share Capital	64.400.000	-	64.400.000
Adjustments to Share Capital	963.372	-	963.372
Treasury Stocks (-)	(19.763.998)	-	(19.763.998)
Effect of Mergers Involving Enterprises or Under Common Control	-	(58.579.468)	(58.579.468)
Other Comprehensive Income or Expenses that will not be Reclassified Subsequently to Profit or Loss	13.222.404	-	13.222.404
Other Accumulated Comprehensive Income that will be Reclassified to Profit or Loss	30.804.310	76.130.968	106.935.278
Restricted reserves Appropriated from Profit	48.297.464	-	48.297.464
Prior Years' Profit / Losses	1.660.631.817	60.144.645	1.720.776.462
Net Profit / Loss for the Year	1.261.477.309	4.821.081	1.266.298.390
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>3.095.184.874</b>	<b>126.048.083</b>	<b>3.221.232.957</b>





	Reported Prior Period 31 Aralık 2020	Adjustments	Restated Prior Period 31 Aralık 2020
<b>ASSETS</b>			
<b>CURRENT ASSETS</b>	<b>669.658.557</b>	<b>10.225.826</b>	<b>679.884.383</b>
Cash and Cash Equivalent	9.710.342	6.224.901	15.935.243
Financial Investments	630.367.091	-	630.367.091
Trade Receivables	25.345.660	696.188	26.041.848
Inventories	3.271.735	-	3.271.735
Prepaid Expenses	715.356	537.896	1.253.252
Current Tax Asset	-	2.766.841	2.766.841
Other Current Assets	248.373	-	248.373
<b>NON - CURRENT ASSETS</b>	<b>1.157.586.404</b>	<b>96.888.613</b>	<b>1.254.475.017</b>
Financial Investments	122.232.426	(11.040.305)	111.192.121
Other Receivables	63.984	-	63.984
Investment Properties	1.035.220.000	107.831.455	1.143.051.455
Property, Plant and Equipment	32.438	97.463	129.901
Intangible Assets	37.556	-	37.556
<b>TOTAL ASSETS</b>	<b>1.827.244.961</b>	<b>107.114.439</b>	<b>1.934.359.400</b>
<b>LIABILITIES</b>			
<b>CURRENT LIABILITIES</b>	<b>11.214.125</b>	<b>2.754.964</b>	<b>13.969.089</b>
Financial Borrowings	2.276.511	-	2.276.511
Trade Payables	6.341.218	53.525	6.394.743
Payables Related to Employee Benefits	72.635	-	72.635
Other Payables	2.464.533	1.451.845	3.916.378
Deferred Income	59.228	-	59.228
Current Income Tax	-	1.249.594	1.249.594
<b>NON - CURRENT LIABILITIES</b>	<b>5.936.167</b>	<b>20.905.130</b>	<b>26.841.297</b>
Financial Borrowings	4.004.635	-	4.004.635
Other Payables	1.611.048	4.013.981	5.625.029
Long-term Provisions	320.484	-	320.484
Deferred Tax Liability	-	16.891.149	16.891.149
<b>EQUITY</b>	<b>1.810.094.669</b>	<b>83.454.345</b>	<b>1.893.549.014</b>
Share Capital	64.400.000	-	64.400.000
Adjustments to share capital	963.372	-	963.372
Treasury Stocks (-)	(21.995.618)	-	(21.995.618)
Effect of Mergers Involving Enterprises or Businesses Under Common Control	-	(9.105.268)	(9.105.268)
Other Comprehensive Income or Expenses that will not be Reclassified Subsequently to Profit or Loss	9.871.254	(944.175)	8.927.079
Other Accumulated Comprehensive Income that will be Reclassified to Profit or Loss	-	17.842.091	17.842.091
Restricted reserves Appropriated from Profit	40.977.695	-	40.977.695
Prior Years' Profit / Losses	1.385.692.663	26.372.228	1.412.064.891
Net Profit/Loss for the Year	330.185.303	11.491.609	341.676.912
Non- Controlling Interests	-	37.797.860	37.797.860
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>1.827.244.961</b>	<b>107.114.439</b>	<b>1.934.359.400</b>





	Reported	Restated		Restated
	Prior Period	Prior Period	Adjustments	Prior Period
	31 Aralık 2021	31 Aralık 2021		31 Aralık 2021
<b>PROFIT AND LOSS</b>				
Revenue	122.022.298		14.168.752	136.191.050
Cost of Sales (-)	(1.543.441)		-	(1.543.441)
<b>GROSS PROFIT</b>	<b>120.478.857</b>		<b>14.168.752</b>	<b>134.647.609</b>
Administrative Expenses (-)	(4.667.975)		(13.604.226)	(18.272.201)
Other Income from Operating Activities	1.171.468.579		12.567.588	1.184.036.167
Other Expenses from Operating Activities (-)	(29.223.407)		(1.115.160)	(30.338.567)
<b>OPERATING PROFIT</b>	<b>1.258.056.054</b>		<b>12.016.954</b>	<b>1.270.073.008</b>
Income from Investing Activities	163.591		-	163.591
Shares of Profits (Losses) of Investments Valued by Equity Method	4.255.675		(4.255.675)	-
<b>OPERATING PROFIT/(LOSS) BEFORE FINANCE INCOME/EXPENSE</b>	<b>1.262.475.320</b>		<b>7.761.279</b>	<b>1.270.236.599</b>
Financing Expenses (-)	(998.011)		-	(998.011)
<b>PROFIT BEFORE TAX FROM CONTINUING OPERATIONS</b>	<b>1.261.477.309</b>		<b>7.761.279</b>	<b>1.269.238.588</b>
- Current Tax Expense/Income	-		(548.707)	(548.707)
- Deferred Tax Expense/Income	-		(2.391.491)	(2.391.491)
<b>Tax Expense / Income from Continuing Operations</b>	<b>-</b>		<b>(2.940.198)</b>	<b>(2.940.198)</b>
<b>PROFIT FROM CONTINUING OPERATIONS</b>	<b>1.261.477.309</b>		<b>4.821.081</b>	<b>1.266.298.390</b>
<b>PROFIT FOR THE YEAR</b>	<b>1.261.477.309</b>		<b>4.821.081</b>	<b>1.266.298.390</b>
Period Profit / (Loss) Distribution:				
- Non- Controlling Interests	-		-	-
- Shares attributable to parent	1.261.477.309		4.821.081	1.266.298.390
<b>OTHER COMPREHENSIVE INCOME</b>				
<b>Items that will not be Reclassified Subsequently to Profit or Loss</b>				
- Gain / Loss from Investments in Equity Based Financial Instruments	5.694.746		(1.361.445)	4.333.301
- Gain / Loss on Remeasurement of Defined Benefit Plans	(37.976)		-	(37.976)
<b>Items that will be Reclassified Subsequently to Profit or Loss</b>				
- Foreign Currency Translation Differences Regarding the Translation of Foreign Businesses	30.804.310		46.394.149	77.198.459
<b>OTHER COMPREHENSIVE INCOME/ (EXPENSE)</b>	<b>36.461.080</b>		<b>45.032.704</b>	<b>81.493.784</b>
<b>TOTAL COMPREHENSIVE INCOME</b>	<b>1.297.938.389</b>		<b>49.853.785</b>	<b>1.347.792.174</b>
Total Comprehensive Income Distribution:				
- Non - Controlling Interests	-		-	-
- Shares Attributable to Parent	1.297.938.389		49.853.785	1.347.792.174
<b>Earnings Per Ahare</b>				
- Earnings / (Loss) per Share from Continuing Operations	20,4988		0,0783	20,5772



## **2.5 Changes in Accounting Policies :**

Significant changes in accounting policies are applied retrospectively and prior period financial statements are restated.

With Alarko Gayrimenkul Yatırım Ortaklığı A.Ş.'s shareholding in Mosalarko OJSC reaching 100%, the Public Oversight Authority (KGK) has published in the Official Gazette dated 21 July 2013, "Accounting for Business Combinations Subject to Joint Control". In accordance with the principle, mergers under common control should be accounted for by restating prior period financial statements using the "Combination of Rights" method. Transactions realized under common control are reflected in the financial statements according to the "Consolidation of Rights" method. In this context; With the acquisition of Mosalarko OJSC, the financial position statements of 31 December 2021 and 31 December 2020 and the consolidated profit or loss statement and other comprehensive income statement for the year ended 31 December 2021, the statement of changes in shareholders' equity and the statement of cash flows have been restated.

## **2.6 Changes and Errors in Accounting Estimates :**

If the changes in accounting estimates are for only one period, they are applied prospectively in the current period when the change is made, both in the period when the change is made and in the future periods. There has not been a significant change, in the accounting estimates of the Company in the current year.

Significant accounting errors are applied retrospectively and prior period financial statements are restated.

## **2.7 The New and Revised Turkish Accounting / Financial Reporting Standards :**

The accounting policies adopted in preparation of the consolidated financial statements as of December 31, 2022 are consistent with those of the previous financial year, except for the adoption of new and amended TFRS and TFRS interpretations effective as of January 1, 2022 and thereafter. The effects of these standards and interpretations on the Group's financial position and performance have been disclosed in the related paragraphs.

i) The new standards, amendments and interpretations which are effective as of January 1, 2022 are as follows:

### **Amendments to TFRS 3 – Reference to the Conceptual Framework**

In July 2020, POA issued amendments to TFRS 3 Business combinations. The amendments are intended to replace to a reference to a previous version of the Conceptual Framework (the 1989 Framework) with a reference to the current version issued in March 2018 (the Conceptual Framework) without significantly changing requirements of TFRS 3. At the same time, the amendments add a new paragraph to TFRS 3 to clarify that contingent assets do not qualify for recognition at the acquisition date. The amendments must be applied prospectively.

The amendments did not have a significant impact on the financial position or performance of the Group.



### **Amendments to TAS 16 – Proceeds before intended use**

In July 2020, POA issued amendments to TAS 16 Property, plant and equipment. The amendment prohibits entities from deducting from the cost of an item of property, plant and equipment (PP&E), any proceeds of the sale of items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognizes the proceeds from selling such items, and costs of producing those items, in profit or loss. The amendments must be applied retrospectively only to items of PP&E made available for use on or after beginning of the earliest period presented when the entity first applies the amendment.

The amendments did not have a significant impact on the financial position or performance of the Group.

### **Amendments to TAS 37 – Onerous contracts – Costs of Fulfilling a Contract**

In July 2020, POA issued amendments to TAS 37 Provisions, Contingent Liabilities and Contingent assets. The amendments specify which costs an entity needs to include when assessing whether a contract is onerous or loss-making and also apply a “directly related cost approach”. Amendments must be applied prospectively to contracts for which an entity has not fulfilled all of its obligations at the beginning of the annual reporting period in which it first applies the amendments (the date of initial application).

The amendments did not have a significant impact on the financial position or performance of the Group.

### **Annual Improvements – 2018–2020 Cycle**

In July 2020, POA issued Annual Improvements to TFRS Standards 2018–2020 Cycle, amending the followings:

- TFRS 1 First-time Adoption of International Financial Reporting Standards – Subsidiary as a first-time adopter: The amendment permits a subsidiary to measure cumulative translation differences using the amounts reported by the parent. The amendment is also applied to an associate or joint venture.
- TFRS 9 Financial Instruments – Fees in the “10 per cent test” for derecognition of financial liabilities: The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either borrower or lender on the other’s behalf.
- TAS 41 Agriculture – Taxation in fair value measurements: The amendment removes the requirement in paragraph 22 of TAS 41 that entities exclude cash flows for taxation when measuring fair value of assets within the scope of TAS 41.

The amendments did not have a significant impact on the financial position or performance of the Group.

#### **ii) Standards issued but not yet effective and not early adopted**

Standards, interpretations and amendments to existing standards that are issued but not yet effective up to the date of issuance of the consolidated financial statements are as follows. The Group will make the necessary changes if not indicated otherwise, which will be affecting the consolidated financial statements and disclosures, when the new standards and interpretations become effective.



### **Amendments to TFRS 10 and TAS 28: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture**

In December 2017, POA postponed the effective date of this amendment indefinitely pending the outcome of its research project on the equity method of accounting. Early application of the amendments is still permitted.

The Group will wait until the final amendment to assess the impacts of the changes.

### **TFRS 17 - The new Standard for insurance contracts**

POA issued TFRS 17 in February 2019, a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. TFRS 17 model combines a current balance sheet measurement of insurance contract liabilities with the recognition of profit over the period that services are provided. Certain changes in the estimates of future cash flows and the risk adjustment are also recognised over the period that services are provided. Entities will have an option to present the effect of changes in discount rates either in profit and loss or in OCI. The standard includes specific guidance on measurement and presentation for insurance contracts with participation features. TFRS 17 will become effective for annual reporting periods beginning on or after 1 January 2023; early application is permitted. In accordance with amendments issued by POA in December 2021, entities have transition option for a “classification overlay” to avoid possible accounting mismatches between financial assets and insurance contract liabilities in the comparative information presented on initial application of TFRS 17.

The Group is in the process of assessing the impact of the standard on financial position or performance of the Group.

### **Amendments to TAS 1- Classification of Liabilities as Current and Non-Current Liabilities**

In January 2020 and January 2023, POA issued amendments to TAS 1 to specify the requirements for classifying liabilities as current or non-current. According to the amendments made in January 2023 if an entity’s right to defer settlement of a liability is subject to the entity complying with the required covenants at a date subsequent to the reporting period (“future covenants”), the entity has a right to defer settlement of the liability even if it does not comply with those covenants at the end of the reporting period. In addition, January 2023 amendments require an entity to provide disclosure when a liability arising from a loan agreement is classified as non-current and the entity’s right to defer settlement is contingent on compliance with future covenants within twelve months. This disclosure must include information about the covenants and the related liabilities. The amendments clarified that the classification of a liability is unaffected by the likelihood that the entity will exercise its right to defer settlement of the liability for at least twelve months after the reporting period. The amendments are effective for periods beginning on or after 1 January 2024. The amendments must be applied retrospectively in accordance with TAS 8. Early application is permitted. However, an entity that applies the 2020 amendments early is also required to apply the 2023 amendments, and vice versa.

The amendments are not applicable for the Group and will not have an impact on the financial position or performance of the Group.



### **Amendments to TAS 8 - Definition of Accounting Estimates**

In August 2021, POA issued amendments to TAS 8, in which it introduces a new definition of 'accounting estimates'. The amendments issued to TAS 8 are effective for annual periods beginning on or after 1 January 2023. The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. Also, the amended standard clarifies that the effects on an accounting estimate of a change in an input or a change in a measurement technique are changes in accounting estimates if they do not result from the correction of prior period errors. The previous definition of a change in accounting estimate specified that changes in accounting estimates may result from new information or new developments. Therefore, such changes are not corrections of errors. This aspect of the definition was retained by the POA. The amendments apply to changes in accounting policies and changes in accounting estimates that occur on or after the start of the effective date. Earlier application is permitted.

The amendments are not applicable for the Group and will not have an impact on the financial position or performance of the Group.

### **Amendments to TAS 1 - Disclosure of Accounting Policies**

In August 2021, POA issued amendments to TAS 1, in which it provides guidance and examples to help entities apply materiality judgements to accounting policy disclosures. The amendments issued to TAS 1 are effective for annual periods beginning on or after 1 January 2023. In the absence of a definition of the term 'significant' in TFRS, the POA decided to replace it with 'material' in the context of disclosing accounting policy information. 'Material' is a defined term in TFRS and is widely understood by the users of financial statements, according to the POA. In assessing the materiality of accounting policy information, entities need to consider both the size of the transactions, other events or conditions and the nature of them. Examples of circumstances in which an entity is likely to consider accounting policy information to be material have been added.

The amendments are not applicable for the Group and will not have an impact on the financial position or performance of the Group.

### **Amendments to TAS 12 – Deferred Tax related to Assets and Liabilities arising from a Single Transaction**

In August 2021, POA issued amendments to TAS 12, which narrow the scope of the initial recognition exception under TAS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences. The amendments issued to TAS 12 are effective for annual periods beginning on or after 1 January 2023. The amendments clarify that where payments that settle a liability are deductible for tax purposes, it is a matter of judgement (having considered the applicable tax law) whether such deductions are attributable for tax purposes to the liability recognised in the financial statements (and interest expense) or to the related asset component (and interest expense). This judgement is important in determining whether any temporary differences exist on initial recognition of the asset and liability. The amendments apply to transactions that occur on or after the beginning of the earliest comparative period presented. In addition, at the beginning of the earliest comparative period presented, a deferred tax asset (provided that sufficient taxable profit is available) and a deferred tax liability for all deductible and taxable temporary differences associated with leases and decommissioning obligations should be recognized.



The amendments are not applicable for the Group and will not have an impact on the financial position or performance of the Group.

#### **Amendments to TFRS 16 - Lease Liability in a Sale and Leaseback**

In January 2023, POA issued amendments to TFRS 16. The amendments specify the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction, to ensure the seller-lessee does not recognise any amount of the gain or loss that relates to the right of use it retains. In applying requirements of TFRS 16 under “Subsequent measurement of the lease liability” heading after the commencement date in a sale and leaseback transaction, the seller lessee determines ‘lease payments’ or ‘revised lease payments’ in such a way that the seller-lessee would not recognise any amount of the gain or loss that relates to the right of use retained by the seller-lessee. The amendments do not prescribe specific measurement requirements for lease liabilities arising from a leaseback. The initial measurement of the lease liability arising from a leaseback may result in a seller-lessee determining ‘lease payments’ that are different from the general definition of lease payments in TFRS 16. The seller-lessee will need to develop and apply an accounting policy that results in information that is relevant and reliable in accordance with TAS 8. A seller-lessee applies the amendments to annual reporting periods beginning on or after 1 January 2024. Earlier application is permitted. A seller-lessee applies the amendments retrospectively in accordance with TAS 8 to sale and leaseback transactions entered into after the date of initial application of TFRS 16.

The amendments are not applicable for the Group and will not have an impact on the financial position or performance of the Group.

### **2.8 Summary of Significant Accounting Policies :**

#### **Financial Instruments :**

##### **Financial Assets**

The Company measures financial assets other than trade receivables that do not have an important financing component at their fair value when first recognized in financial statements. In the event that trade receivables do not have an important financing component in accordance with TFRS 15 (or Company prefers simplifying implementation), these receivables are initially measured at the transaction cost (In accordance with TFRS 15).

Transaction costs that are directly attributable to the acquisition or issue of financial assets (other than financial assets at fair value through profit or loss) are added to or deducted from the fair value of the financial, as appropriate, on initial recognition.

The Company classifies its financial assets as (a) Business model used for managing financial assets, (b) financial assets subsequently measured at amortised cost, at fair value through other comprehensive income or at fair value through profit or loss based on the characteristics of contractual cash flows. The Company reclassifies all financial assets effected from the change in the business model it uses for the management of financial assets. The reclassification of financial assets is applied prospectively from the reclassification date. In such cases, no adjustment is made to gains, losses (including any gains or losses of impairment) or interest previously recognized in the financial statements.





### **Financial Assets Measured At Amortised Cost**

Financial instruments that meet the following conditions are measured subsequently at amortised cost:

- (a) The financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows;
- (b) The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Interest income on financial assets carried at amortized cost is calculated using the effective interest method. The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. This income is calculated by applying the effective interest rate to the gross carrying amount of the financial asset:

- (a) Credit-impaired financial assets when purchased or generated. For such financial assets, the Company applies the effective interest rate on the amortized cost of a financial asset based on the loan from the date of the recognition in the financial statements.
- (b) Non-financial assets that are impaired at the time of acquisition or generation but subsequently become a financial asset that has been impaired. For such financial assets, the Company applies the effective interest rate to the amortized cost of the asset in the subsequent reporting periods.

When the contractual cash flows of a financial asset are renegotiated or otherwise modified and the renegotiation or modification does not result in the derecognition of that financial asset, the Company recalculates the gross carrying amount of the financial asset and recognises a modification gain or loss in profit or loss.

The Group directly reduces the gross carrying amount of a financial asset when the Group has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof.

### **Financial Assets Measured at Fair Value Through Other Comprehensive Income**

A financial asset is measured at fair value through other comprehensive income if both of the following conditions are met:

- (a) The financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets,
- (b) The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A gain or loss on a financial asset measured at fair value through other comprehensive income is recognised in other comprehensive income, except for impairment gains or losses and foreign exchange gains and losses, until the financial asset is derecognised or reclassified. When the financial asset is derecognised the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss as a reclassification adjustment. If the financial asset is reclassified out of the fair value through other comprehensive income measurement category, the Company



accounts for the cumulative gain or loss that was previously recognised in other comprehensive income in consolidated financial statements. Interest calculated using the effective interest method is recognised in profit or loss.

At initial recognition, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value of an investment in an equity instrument that is not held for trading.

#### **Financial assets measured at fair value through profit or loss**

A financial asset shall be measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income.

The financial assets, which constitute derivative products that are not identified as an effective means of protection against financial risk, are also classified as financial assets whose fair value difference is reflected in profit or loss. Related financial assets are shown at their fair values, and the gains and losses resulting from the valuation are accounted in the income statement.

#### **Impairment**

The Company recognizes a loss allowance for expected credit losses on financial assets that are measured at amortized cost or fair value through other comprehensive income.

The Company applies the impairment requirements for the recognition and measurement of a loss allowance for financial assets that are measured at fair value through other comprehensive income. However, the loss allowance is recognised in other comprehensive income and does not reduce the carrying amount of the financial asset in the consolidated statement of financial position.

At each reporting date, the Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition.

If, at the reporting date, the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses except for purchased or originated credit impaired financial assets. For purchased or originated credit-impaired financial assets, the Company only recognises the cumulative changes in lifetime expected credit losses since initial recognition as a loss allowance at the reporting date.

The Company measures the loss allowance at an amount equal to lifetime expected credit losses for trade receivables, contract assets and lease receivables that do not contain a significant financing component, which is referred as simplified approach.

#### **Financial liabilities**

At initial recognition, the Company measures a financial liability at its fair value plus or minus, in the case of a financial liability not at fair value through profit or loss, transaction costs that are directly attributable to the issue of the financial liability.

The Company classifies all financial liabilities as subsequently measured at amortised cost, except for:





- (a) financial liabilities at fair value through profit or loss: Such liabilities, including derivatives that are liabilities, are subsequently measured at fair value.
- (b) financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies. If a transfer does not result in derecognition because the Company has retained substantially all the risks and rewards of ownership of the transferred asset, the Company continues to recognise the transferred asset in its entirety and recognises a financial liability for the consideration received. In subsequent periods, the Company recognises any income on the transferred asset and any expense incurred on the financial liability.
- (c) contingent consideration recognised by an acquirer in a business combination to which TFRS 3 applies. Such contingent consideration is subsequently be measured at fair value with changes recognised in profit or loss.

The Company does not reclassify any financial liability.

### **Recognition and derecognition of financial assets and liabilities**

The Company recognises a financial asset or a financial liability in the statement of financial position when, and only when, the Company becomes party to the contractual provisions of the instrument. The Company derecognises a financial asset when, and only when the contractual rights to the cash flows from the financial asset expire, or it transfers the financial asset and the transfer qualifies for derecognition. If a transfer of financial asset does not result in derecognition because the Company has retained substantially all the risks and rewards of ownership of the transferred asset, the Company will continue to recognise the transferred asset in its entirety and recognise a financial liability for the consideration received. In subsequent periods, the Company recognises any income on the transferred asset and any expense incurred on the financial liability.

The Company derecognizes a financial liability from its statement of financial position when, and only when, it is extinguished—i.e. when the obligation specified in the contract is discharged or cancelled or expires.

### **Related Parties:**

A related party is a person or entity that is related to the entity that is preparing its financial statements.

- a) A person or a close member of that person's family is related to a reporting entity if that person:
  - (i) has control or joint control over the reporting entity,
  - (ii) has significant influence over the reporting entity; or
  - (iii) is a member of the key management personnel of the reporting entity or of a parent of the reporting entity.
- b) An entity is related to a reporting entity if any of the following conditions applies:
  - (i) The entity and the reporting entity are members of the same group.
  - (ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
  - (iii) Both entities are joint ventures of the same third party.
  - (iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.



- (v) The entity is a post-employment defined benefit plan for the benefit of employees of either the reporting entity or an entity related to the reporting entity. If the reporting entity is itself such a plan, the sponsoring employers are also related to the reporting entity.
- (vi) The entity is controlled or jointly controlled by a person identified in (a).
- (vii) (A person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

A related party transaction is a transfer of resources, services, or obligations between related parties, regardless of whether a price is charged.

Within the scope of this report, the Company shareholders, Alarko Holding A.Ş. and Alarko Holding Group Companies, their executive staff, and other companies controlled by or related to these companies are defined as related parties.

### **Inventories**

Inventories are valued at their restated acquisition cost; however, the expertise values creating basis for the fair values of unsold inventories and the contract totals of inventories of which sales contracts are signed during the current period are compared with the restated acquisition costs, and if the expertise value and the contract total are lower than the restated acquisition cost, provision is made for impairment within the frame of conditions stated in the "Impairment of Assets" section. Impairment loss is determined for all inventories separately. In cases where the conditions leading to the reduction of inventories to net realizable value have expired or there has been an increase in net realizable value due to changing economic conditions, the provision for impairment is canceled. The canceled amount is limited by the amount of impairment previously reserved.

### **Investment Properties**

Investment properties are properties held to earn rentals and/or for capital appreciation, including property under construction for such purposes. Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at fair value. Gains or losses arising from changes in the fair values of investment properties are included in the profit or loss in the year in which they arise.

An investment property is derecognized upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from disposal. Any gain or loss arising on derecognition of the property is included in profit or loss in the period in which the property is derecognized.

Transfers are made to or from investment property only when there is a change in use. For a transfer from investment property that is measured at fair value to owner occupied property, the deemed cost for subsequent accounting is the fair value at the date of change in use. If owner occupied property becomes an investment property that is measured at fair value, the Company accounts for such property in accordance with the policy stated under property, plant and equipment up to the date of change in use.

No assets held under operating lease have been classified as investment properties.

### **Property, Plant and Equipments**

Property, plant and equipments are stated at cost less accumulated amortisation and impairment loss, if any. The acquisition values of intangible assets are considered in the



restatement of intangible assets as at 31 December 2004. Additions made subsequent to 1 January 2005 are stated at their nominal values. Intangible assets are amortized by using straight-line method and estimated useful lives over their inflation-adjusted values and the nominal values of additions subsequent to 1 January 2005. Deprecation rates of assets are as below:

	<u>Economic Lives</u>
Buildings	40-50 Years
Land improvements	10 Years
Machinery, plant and equipment	4-5 Years
Furniture and fixtures	4 -16 Years
Other tangible assets	5 - Years

Repair and maintenance expenses are expensed when realized. In case the repair and maintenance expenses provide an increase or an observable development in tangible assets, they are capitalized.

In case the book value of a tangible asset is higher than the recoverable value, the book value is decreased to the recoverable amount.

The profit or loss arising from the sale of a tangible asset is determined by comparing the restated amount of the assets sold and the amount collected and reflected to the income or loss for the current period.

### **Intangible Assets**

Intangible assets are stated at cost less accumulated amortisation and impairment loss, if any. The acquisition values of intangible assets are considered in the restatement of intangible assets as at 31 December 2004. Additions made subsequent to 1 January 2005 are stated at their nominal values. Intangible assets are amortized over their inflation- adjusted values and the nominal values of additions subsequent to 1 January 2005 over the rates stated below :

	<u>Economic Lives</u>
Leasehold improvements	2 – 33 Years
Rights	3 – 32 Years

### **Effect of Exchange Differences**

### **Foreign Currency Balances and Transactions**

The individual financial statements of each Group entity are presented in the currency of the primary economic environment in which the entity operates (its functional currency). The results and financial position of each entity are expressed in TL, which is the functional currency of the Company, and the presentation currency for the consolidated financial statements.

In preparing the financial statements of the individual entities, transactions in currencies other than TL (foreign currencies) are recorded at the rates of exchange prevailing on the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-



monetary items that are measured in terms of historical cost in a foreign currency are not retranslated. Exchange differences arising due to translation from original currency to TL are recognized in the statement of profit or loss in the relevant period.

### **Impairment of Intangible Assets Other Than Goodwill and Tangible Assets**

At the end of each reporting period, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired. Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

### **Deferred Tax**

The deferred tax liability or asset is determined by calculating the tax effects of the temporary differences between the amounts of the assets and liabilities shown in the financial statements and the amounts considered in the legal tax base account, by taking into account the legal tax rates. While deferred tax liabilities are calculated for all taxable temporary differences, deferred tax assets consisting of deductible temporary differences are calculated provided that it is highly likely to benefit from such differences by obtaining taxable profit in the future. Such assets and liabilities are not recognized if the temporary difference related to the transaction that does not affect commercial or financial profit / loss is due to the first time the goodwill or other assets and liabilities are included in the financial statements (other than business combinations).

Deferred tax liabilities are calculated for all taxable temporary differences associated with investments in subsidiaries and affiliates and shares in business partnerships, except when the Company can control the disappearance of temporary differences and the



likelihood that this difference will disappear in the near future. Deferred tax assets arising from taxable temporary differences associated with such investments and shares are calculated on the condition that it is highly probable to benefit from these differences by obtaining sufficient taxable profit in the near future and that the related differences are likely to disappear in the future.

Deferred tax assets and liabilities are calculated over the tax rates (tax regulations) that are expected to be valid during the period when the assets will be realized or liabilities will be fulfilled and have been legalized or significantly legalized as of the balance sheet date. During the calculation of deferred tax assets and liabilities, the tax results of the methods that the Company predicted to recover its book value or fulfill its liabilities as of the balance sheet date are taken into account.

Deferred tax assets and liabilities, if there is a legal right to offset current tax assets and current tax liabilities, or if such assets and liabilities are associated with income tax collected by the same tax authority or if the Company intends to pay by netting the current tax assets and liabilities. deducted.

In the calculation of deferred tax liabilities and deferred tax assets related to investment properties, which are measured by using the fair value method, the book value of these assets is assumed to be fully recovered by sale if there is no contrary assumption. Contrary to the fact that the investment property is redeemable and the economic benefits to be obtained from investment properties are held within the framework of a business model that is intended to be used in time rather than the sales path. By examining the investment property portfolio of the Company, the Management of the Company believed that the economic benefits to be obtained from the investment properties of any investment property are not retained in accordance with the business model that is intended to be used in full time, rather than the way of sale. For this reason, management stated that the “sales” assumption stated in the amendments to TAS 12 does not express a contrary assumption. As a result, since the Company is not subject to any income tax from the sale of investment properties, the Company has not recognized any deferred tax amount related to the fair value change of the investment properties.

Deferred tax has not been calculated since the Company’s corporate income is exempted from Corporate Tax pursuant to Article 5 of the Corporate Tax Law.

### **Current Tax**

According to Turkish tax legislation, legal or business centers institutions in Turkey, the corporation is subject to corporate tax.

In the Turkish tax system, financial losses can be offset by financial profits within the following five years, and it is not possible to offset earnings (retrospectively) from previous years.

Some amendments were made to the Corporate Tax Law No. 5520 with the “Law on the Amendment of the Law on Collection Procedure of Public Claims and Some Laws” dated April 15, 2021 and numbered 7316. Accordingly, the corporate tax rate, which is 20% in accordance with the temporary article 13 added to the Corporate Tax Law; It will be applied at the rate of 25% for corporate earnings in 2021 and 23% for corporate earnings in 2022. 15% income tax withholding is also calculated on the profit shares distributed in cash to full taxpayer real persons, non- resident real persons and institutions and tax-exempt institutions, whether due to the exception or not. On the other hand, if the profit distribution is made from the profits of 1998 and before, from the exempted profits of the



years 1999, 2000, 2001 and 2002 or from the profits corresponding to the investment allowances with a withholding tax of 19.8%, no income tax withholding will arise. Income tax withholding is not calculated in profit distributions made by adding current year and previous year profits to the capital. On the other hand, there is no withholding tax on profit distributions made to fully liable corporations.

In addition, temporary tax is paid at the rate of 22% until 2020 and 25% from 2021 over the tax base declared in interim periods during the year to be deducted from corporate tax.

In the statement made by the Public Oversight, Accounting and Auditing Standards Authority on January 20, 2022, since the cumulative change in the general purchasing power of the last three years according to the Consumer Price Index (CPI) is 74.41%, TAS 29 Financial Inflationary Economies in 2021 financial statements. It has been stated that there is no need to make any adjustments within the scope of the Reporting Standard. In this respect, no inflation adjustment was made in accordance with TAS 29 while preparing the consolidated financial statements as of 31 December 2021.

The earnings of companies that are granted the Real Estate Investment Trust (REIT) status is exempt from Corporate Tax and provisional corporate tax as per the article 5, section 1, paragraph d/4 of the Corporate Tax Law nr 5520. On the other hand, as per the article 15, paragraph 3 of the Corporate Tax Law, the percentage of the income tax withholding required to be made over the earnings of these partnerships that are subject to exemption is currently zero in accordance with the Ministerial Council Decision nr 2010/14594 (nr 2003/6577 for 2008). For that reason, no tax calculation has been made in relation to the 31 December 2021 and 31 December 2020 accounting periods (Note 24).

### **Employee Benefits**

#### **Provision for Severance Payment :**

Under Turkish law and union agreements, lump sum payments are made to employees retiring or involuntarily leaving the Group. Such payments are considered as being part of defined retirement benefit plan as per TAS 19 (Revised) Employee Benefits ("TAS 19").

The retirement benefit obligation recognized in the consolidated statement of financial position represents the present value of the defined benefit obligation. The actuarial gains and losses are recognized in other comprehensive income.

#### **Profit - Sharing and Bonus Plans:**

The Company recognizes a liability and an expense for bonuses and profit-sharing, based on a formula that takes into consideration the profit attributable to the company's shareholders after certain adjustments. The group recognizes a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

### **Revenue**

Sales consist of sales revenue generated from real estate sold and rents received from property held for investment purposes. Sales are accounted for by the accrual principle, calculated over the fair value of prospect or realized income upon services provided, reliable determination of the income amount, and potential economic benefits to flow to the Company in relation to the subject transaction.





### **Rent income from investment properties**

Rental income from real estates is accounted on an accrual basis linearly throughout the relevant lease agreement. If the Company has benefits for its tenants, they are recorded in a way to reduce rental income during the lease period.

### **Revenue from real estate sales**

The real estate promised in accordance with the revenue contract is transferred to the customer and it is included in the financial statements when the performance obligation determined in the contract is fulfilled. When the control of the property is in the hands of the customer, the real estate is transferred.

### **Dividend and interest income**

Dividend income from investments is recognized when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably).

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

### **Earnings per Share**

Earnings per share is calculated by dividing the net profit or loss for the period attributable to ordinary shareholders by the weighted average number of ordinary shares outstanding during the period.

Companies in Turkey can increase their share capital through distributing shares (bonus shares) from retained earnings and differences arising from inflation adjustment of equity to their current shareholders. When calculating profit/(loss) per share, these bonus shares are recognized as issued shares. Therefore, the weighted average of shares used in the calculation of profit/(loss) per share is derived through retroactive application with respect to bonus shares.

### **Events After the Reporting Period**

Events after the reporting period are those events that occur between the balance sheet date and the date when the financial statements are authorized for issue, even if they occur after an announcement related with the profit for the year or public disclosure of other selected financial information.

The Company adjusts the amounts recognized in its financial statements if adjusting events occur after the balance sheet date.

### **Assets Held for Sale**

Assets held for sale are classified as held for sale and depreciation is stopped when their carrying amount is recovered as a result of a sale transaction rather than through use. Assets held for sale are valued at the lower of their book values and their fair values less selling expenses.



### **Conditional Assets and Liabilities**

Provisions are recognised when the Company has a present legal or constructive obligation or a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made.

Contingent liabilities are assessed continually to determine whether an outflow of resources comprising economic benefits has become probable. If it becomes probable that an outflow of future economic benefits will be required for an item previously treated as a contingent liability, a provision is recognised in the financial statements of the period in which the change in probability occurs except in the extremely rare circumstances where no reliable estimate can be made.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

### **Statement of Cash Flows**

In the statement of cash flows, current period cash flows are classified as principal activities, investing activities, and financing activities, and reported accordingly.

### **Share Capital and Dividends**

Common shares are classified as equity. Dividends on common shares are recognized in equity in the period in which they are approved and declared.

Supplementary note: Control of Compliance to Portfolio Limitations

The information provided in the said note (Note 33) is summarized information derived from financial statements as per the article 16 of the CMB Communiqué II-14.1 “Principles Regarding Financial Reporting on Capital Markets” and prepared within the frame of provisions related to compliance to portfolio limitations stated in the CMB Communiqué Serial III No 48.1 “Principles Regarding Real Estate Investment Trusts”.

## **2.9 Critical Accounting Judgments and Key Sources of Estimation Uncertainty**

### **Fair values of investment properties**

The basic assumptions of the appraisal reports used in the determination of the fair value of the immovables classified as investment properties in the financial statements are stated in Note 9. Valuations for 2022, 2021 and 2020 TSKB Gayrimenkul Değerleme A.Ş. made by The valuation of Bodrum Hotel, which was included in its portfolio in 2021, was made by Reel Gayrimenkul Değerleme A.Ş. made by Mosalarko Office Building was valued by Nexia Pacioli Consulting LLC in 2022, 2021 and 2020.

## **2.10 Significant changes in the current period**

Necessary actions have been taken by the Company management to minimize the possible effects of COVID-19, which affects the whole world, on the Company’s activities and financial status. Meanwhile, actions were taken by the Company to minimize investment expenditures and operational expenses, and its cash management strategy





was revised to strengthen its liquidity position. No significant impact has been observed on the financial status of the company due to the epidemic.

While preparing its financial statements dated December 31, 2022, the company evaluated the possible effects of the COVID-19 outbreak on the financial statements and reviewed the estimates and assumptions used in the preparation of the financial statements. In this context, possible changes that may occur in the values of financial assets and investment properties included in the financial statements dated December 31, 2022 were analyzed and the necessary changes were reflected in the financial statements.

## 2.11 Business Combinations

The business combinations that took place within the accounting period of 1 January – 31 December 2022 are as follows:

Alarko Gayrimenkul Yatırım Ortaklığı A.Ş., Marksistskaya Sok., No.16, 109147 Moscow / Russian Federation, which is the parent of 50% of the Mosalarko OJSC company, which is the parent company of the real estate only real estate, Alarko Holding A.Ş. purchased from . The purchase of the said share was registered in the Moscow Trade Registry of the Russian Federation on January 27, 2022.

	31 January 2022
	Net assets
Cash and cash equivalents	6.274.379
Receivables	1.222.507
Inventories	82.747
Prepaid expenses	301.587
Current tax assets	2.811.146
Investment properties	206.410.966
Tangible assets	5.110.034
Trade payables	(121.511)
Other payables	(15.006.812)
Tax charge	(105.044)
Deferred tax liabilities	(33.668.094)
<b>Value of net assets</b>	<b>173.311.905</b>
Total ownership rate of the Group	100%
Group's share of net assets acquired	173.311.905
Past year purchase price	(58.579.468)
Purchase price	(108.023.200)
<b>The effect of mergers involving undertakings or businesses under common control</b>	<b>(166.602.668)</b>

The business combination that took place within the accounting period of 1 January – 31 December 2021 is as follows:

Marksistskaya Sok., No.16, 109147 Moscow / Russian Federation, the owner of the real estate, Mosalarko OJSC company, whose activity is only real estate, was valued and according to the report prepared as a result of the valuation, 40% of this company was purchased for \$ 6,000,000. The purchase of the said share was registered in the Moscow Trade Registry of the Russian Federation on May 11, 2021.



31 May 2021

	<b>Net assets</b>
Cash and cash equivalents	7.464.588
Receivables	555.415
Prepaid expenses	583.263
Current tax assets	2.112.566
Investment properties	126.201.737
Tangible assets	107.078
Trade payables	(246.810)
Other payables	(5.261.175)
Tax charge	(410.546)
Deferred tax liabilities	(20.064.696)
<b>Value of net assets</b>	<b>111.041.420</b>
Total ownership rate of the Group	100%
Group's share of net assets acquired	111.041.420
Past year purchase price	(9.105.268)
Purchase price	(49.474.200)
<b>The effect of mergers involving undertakings or businesses under common control</b>	<b>(58.579.468)</b>

The business combination that took place before 2020 is as follows:

31 December 2020

	<b>Net assets</b>
Cash and cash equivalents	6.224.901
Receivables	696.188
Prepaid expenses	537.896
Current tax assets	2.766.841
Investment properties	107.831.455
Tangible assets	97.463
Trade payables	(53.525)
Other payables	(5.465.826)
Tax charge	(1.249.594)
Deferred tax liabilities	(16.891.149)
<b>Value of net assets</b>	<b>94.494.650</b>
Total ownership rate of the Group	60%
Group's share of net assets acquired	56.696.790
Mosalarko nominal capital amount	1.651.436
Amount allocated to non-controlling shares from nominal capital	(660.574)
Purchase price	(10.096.130)
<b>The effect of mergers involving undertakings or businesses under common control</b>	<b>(9.105.268)</b>



### 3- CASH AND CASH EQUIVALENTS

The details of the cash and cash equivalents as at 31 December 2022, 31 December 2021 and 31 December 2020 are as follows:

	31 December 2022	31 December 2021	31 December 2020
Cash at banks	222.367.350	127.973.453	14.309.081
- TL Demand deposits	117.231.012	123.734.801	7.890.112
- TL Time deposits (*)	102.078.292	57.159	195.480
- Foreign currency demand deposit	3.058.046	4.181.493	6.223.489
Mutual funds	2.291.503	314.672	1.624.750
Cash	7.500	2.264	1.412
<b>Total (Note 26 (i))</b>	<b>224.666.353</b>	<b>128.290.389</b>	<b>15.935.243</b>

(\*) As of 31 December 2022, the interest rate of US Dollar deposits with a maturity of 10 January 2023 and 16 January 2023 in banks is 2.50% and 3.50%. The interest rate of Ruble deposits with a maturity of 28 January 2023 is 5% and the accrued interest amount is TL 201.066 (31). As of December 2021, the interest rate of USD time deposits in banks is 1.25% and 0.05%, the accrued interest amount is TL 9.788, as of 31 December 2020 the interest rate is 1.35% and the accrued interest amount is 4.958).

The Company has no blocked deposits at banks as of 31 December 2022, 31 December 2021 and 31 December 2020.

### 4- FINANCIAL ASSETS

As of 31 December 2022, 31 December 2021 and 31 December 2020, breakdown of the Company's financial assets is as follows: Short-term financial assets disclosed at amortized cost :

Currency	31 December 2022			31 December 2021			31 December 2020		
	Book Value (TL)	Interest Rate	Maturity	Book Value (TL)	Interest Rate	Maturity	Book Value (TL)	Interest Rate	Maturity
US Dollar	17.249.930	2,88%	22.03.2023	386.747.440	3,12%	26.09.2022	624.052.058	3,12%	30.03.2021
US Dollar	-	-	-	-	-	-	1.503.363	3,12%	26.09.2021
<b>Total</b>	<b>17.249.930</b>			<b>386.747.440</b>			<b>625.555.421</b>		

Short-term financial assets disclosed at fair value :

Currency	31 December 2022			31 December 2021			31 December 2020		
	Book Value (TL)	Interest Rate	Maturity	Book Value (TL)	Interest Rate	Maturity	Book Value (TL)	Interest Rate	Maturity
US Dollar	20.359.354	3,18%	10.02.2023	8.737.109	3,18%	10.02.2022	4.811.670	3,18%	10.08.2021
<b>Total</b>	<b>20.359.354</b>			<b>8.737.109</b>			<b>4.811.670</b>		



Long-term financial assets disclosed at amortized cost :

Currency	31 December 2022			31 December 2021			31 December 2020		
	Book Value (TL)	Interest Rate	Maturity	Book Value (TL)	Interest Rate	Maturity	Book Value (TL)	Interest Rate	Maturity
US Dollar	292.292.368	2,88%	22.03.2024	-	-	-	24.152.136	3,12%	26.09.2022
<b>Total</b>	<b>292.292.368</b>			<b>-</b>			<b>24.152.136</b>		

Long-term financial assets disclosed at fair value :

Currency	31 December 2022			31 December 2021			31 December 2020		
	Book Value (TL)	Interest Rate	Maturity	Book Value (TL)	Interest Rate	Maturity	Book Value (TL)	Interest Rate	Maturity
US Dollar	304.107.832	3,18%	10.08.2024	127.540.148	3,18%	10.08.2024	76.832.536	3,18%	10.08.2024
<b>Total</b>	<b>304.107.832</b>			<b>127.540.148</b>			<b>76.832.536</b>		

As of 31 December 2022, financial assets shown at amortized cost and fair value consist of Eurobonds with coupon payments dated 10 February 2023, 22 March 2023, 22 March 2024 and 10 August 2024 (31 December 2021 – 10 February 2022, 26 September). Eurobond with coupon payment dated 2022 and 10 August 2024, Eurobond with coupon payment dated 31 December 2020 – 30 March 2021, 10 August 2021, 26 September 2021, 26 September 2022 and 10 August 2024).

The Company converts the Eurobonds it holds under a business model that aims to collect contractual cash flows, at amortized cost, to convert the Eurobonds it holds under a business model that aims to collect contractual cash flows and sell the financial asset at fair value through profit or loss. recognized as a recognized financial asset.

Financial Assets of which fair value difference reflected on Other Comprehensive Income :

	31 December 2022		31 December 2021		31 December 2020	
	Participation Rate (%)	Amount (TL)	Participation Rate (%)	Amount (TL)	Participation Rate (%)	Amount (TL)
Alsim Alarko Sanayi Tesisleri ve Tic. A.Ş. (*)	-	1.312	-	1.312	-	1.553
Alarko Enerji A.Ş. (*)	-	241	-	241	-	-
Alarko Konut Projeleri Geliştirme A.Ş. (*)	-	143	-	143	-	143
Alarko Holding A.Ş. (*)	-	97.084.884	-	14.539.054	-	10.205.753
<b>Total</b>	<b>-</b>	<b>97.086.580</b>	<b>-</b>	<b>14.540.750</b>	<b>-</b>	<b>10.207.449</b>

(\*) Participation rate is lower than 1%.



The participation amount in Alarko Holding A.Ş. is valued at the best purchase price among the current orders pending in Borsa İstanbul A.Ş., which is estimated to approach its fair value as of 31 December 2022, 2021 and 2020. Increases or decreases due to fair value valuation are followed under “Other Accumulated Comprehensive Income or Expenses That Will Not Be Reclassified in Profit or Loss” under Equity account in the financial statements. As of 31 December 2020, a value increase of TL 8.944.298 and a value increase of TL 4.333.301 as of 31 December 2021 resulted in a total value increase of TL 13.277.599. Accordingly, as a result of TL 13,277,599 increase in value as of 31 December 2021, and TL 82,545,830 increase in value as of 31 December 2022, the total value increase was TL 95,823,429. (Note 16 (c)).

Alarko Housing Projects Development Inc., Alarko Energy A.Ş. and Alsim Alarko Industry Facilities and Trade. A.Ş. has been valued at adjusted cost values since it does not have a quoted price in an organized market and its fair value cannot be determined reliably.

1- Alcen Energy Distribution and Retail Sales Services Inc. included in the balance sheet of Alsim Alarko Sanayi Tesisleri ve Tic A.Ş. 2- Altek Alarko Power Plants Facility Management and Trade Inc. 3- Alen Alarko Energy Trade Inc. 4- Meram Electricity Distribution Inc. 5- On 5 February 2021, Alarko Enerji A.Ş. transferred to.

## 5- BORROWINGS

As of 31 December 2022, 31 December 2021 and 31 December 2020, Company’s short-term borrowings are as follows :

	31 December 2022	31 December 2021	31 December 2020
Short term portion of long-term liabilities	11.901.067	-	-
Short term lease liability	2.276.511	2.276.511	2.276.511
<b>Total (Note 26(ii))</b>	<b>14.177.578</b>	<b>2.276.511</b>	<b>2.276.511</b>

As of 31 December 2022, 31 December 2021 and 31 December 2020, Company’s long-term borrowings are as follows :

	31 December 2022	31 December 2021	31 December 2020
Long term liabilities	113.445.877	-	-
Long term lease liability	-	2.088.541	4.004.635
<b>Total (Note 26(ii))</b>	<b>113.445.877</b>	<b>2.088.541</b>	<b>4.004.635</b>

In order to be used in the financing of the investment of the tourism facility in Muğla Province, Bodrum District, Gündoğan Mevkii, which is in the company portfolio, Turkey Development and Investment Bank A.Ş. The contract was signed on 30 November 2022 for the use of a loan amounting to TL 624.000.000, with a maturity of 10 years, with a grace period of 2 years.

As of 31 December 2022, 2021 and 2020, the maturity dates and interest rates of short-term financial debts are as follows :



31 December 2022

	Maturity	Effective Interest Rate	Currency	Amount
Bank loans	15.03.2023 - 15.12.2023	10,00%	TL	11.901.067
Lease liabilities	25.02.2023	9,00%	TL	2.276.511
<b>Total</b>				<b>14.177.578</b>

31 December 2021

	Maturity	Effective Interest Rate	Currency	Amount
Lease liabilities	25.02.2022	9,00%	TL	2.276.511
<b>Total</b>				<b>2.276.511</b>

31 December 2020

	Maturity	Effective Interest Rate	Currency	Amount
Lease liabilities	25.02.2021	9,00%	TL	2.276.511
<b>Total</b>				<b>2.276.511</b>

As of 31 December 2022, 31 December 2021 and 31 December 2020, the maturity dates and interest rates of long-term financial debts are as follows :

31 December 2022

	Maturity	Effective Interest Rate	Currency	Amount
Lease liabilities	15.03.2024 - 15.12.2032	10,00%	TL	113.445.877
<b>Total</b>				<b>113.445.877</b>

31 December 2021

	Maturity	Effective Interest Rate	Currency	Amount
Lease liabilities	25.02.2023	9,00%	TL	2.088.541
<b>Total</b>				<b>2.088.541</b>



31 December 2020

	Maturity	Effective Interest Rate	Currency	Amount
Lease liabilities	25.02.2022 - 25.02.2023	9,00%	TL	4.004.635
<b>Total</b>				<b>4.004.635</b>

As of 31 December 2022, 31 December 2021 and 31 December 2020, the distribution of short and long-term financial liabilities according to their maturities is as follows :

	Bank Loans	Lease Liabilities	Bank Loans	Lease Liabilities	Bank Loans	Lease Liabilities
	31 December 2022	31 December 2022	31 December 2021	31 December 2021	31 December 2020	31 December 2020
Within 1 Year	11.901.067	2.276.511	-	2.276.511	-	2.276.511
1 – 2 Years	13.935.941	-	-	2.088.541	-	2.088.541
2 – 3 Years	20.684.330	-	-	-	-	1.916.094
3 – 4 Years	17.675.667	-	-	-	-	-
4 Years and Above	61.149.939	-	-	-	-	-
<b>Total</b>	<b>125.346.944</b>	<b>2.276.511</b>	<b>-</b>	<b>4.365.052</b>	<b>-</b>	<b>6.281.146</b>

Movement tables of financial liabilities as of 31 December 2022, 31 December 2021 and 31 December 2020 are as follows :

	Bank Loans	Lease Liabilities	Total
Opening balance, January 1, 2022	-	4.365.052	4.365.052
Used amounts	124.800.000	-	124.800.000
Interest accruals	610.699	617.476	1.228.175
Principle payments	-	(2.293.235)	(2.293.235)
Interest payments	-	(412.782)	(412.782)
Effective interest rate effect	(63.755)	-	(63.755)
<b>Closing balance, 31 December 2022</b>	<b>125.346.944</b>	<b>2.276.511</b>	<b>127.623.455</b>

	Bank Loans	Lease Liabilities	Total
Opening balance, January 1, 2021	-	6.281.146	6.281.146
Interest accruals	-	998.011	998.011
Principle payments	-	(2.293.235)	(2.293.235)
Interest payments	-	(620.870)	(620.870)
<b>Closing balance, 31 December 2021</b>	<b>-</b>	<b>4.365.052</b>	<b>4.365.052</b>



	Bank Loans	Lease Liabilities	Total
Opening balance, January 1, 2020	-	8.037.671	8.037.671
Interest accruals	-	1.362.274	1.362.274
Principle payments	-	(2.293.235)	(2.293.235)
Interest payments	-	(825.564)	(825.564)
<b>Closing balance, 31 December 2020</b>	<b>-</b>	<b>6.281.146</b>	<b>6.281.146</b>

## 6- TRADE RECEIVABLES AND PAYABLES

The details of the Company's trade receivables as of 31 December 2022, 31 December 2021 and 31 December 2020 are as follows :

	31 December 2022	31 December 2021	31 December 2020
Trade receivables	2.165.613	1.191.317	1.035.634
Trade receivables from related parties (Note 25(a))	155.685.980	140.472.759	25.006.214
<b>Total (Note 26(i))</b>	<b>157.851.593</b>	<b>141.664.076</b>	<b>26.041.848</b>

The average collection period on trade receivable is between 5 - 10 days (2021 and 2020: 5 – 10 days).

As of 31 December 2022, 31 December 2021 and 31 December 2020, there is no doubtful receivable provision.

The details of the Company's trade payables as of 31 December 2022, 31 December 2021 and 31 December 2020 are as follows:

	31 December 2022	31 December 2021	31 December 2020
Trade receivables	15.563.751	7.591.689	6.389.999
Trade receivables from related parties (Note 25(a))	1.383.971	397.156	4.744
<b>Total (Note 26(ii))</b>	<b>16.947.722</b>	<b>7.988.845</b>	<b>6.394.743</b>

The average turnover day for trade payables is 15 days (2021 and 2020: 15 days).

## 7. OTHER RECEIVABLES AND PAYABLES

The details of the Company's other receivables as of 31 December 2022, 31 December 2021 and 31 December 2020 are as follows :

	31 December 2022	31 December 2021	31 December 2020
Deposits and guarantees given	118.156	75.584	63.984
<b>Total (Note 26(i))</b>	<b>118.156</b>	<b>75.584</b>	<b>63.984</b>





The details of the Company's other short-term liabilities as of 31 December 2022, 31 December 2021 and 31 December 2020 are as follows :

	31 December 2022	31 December 2021	31 December 2020
VAT Payables	18.152.847	15.886.153	1.571.656
Other taxes	9.357.282	3.041.736	2.299.016
Other miscellaneous liabilities	72.624	3.342.664	45.706
<b>Total (Note 26(ii))</b>	<b>27.582.753</b>	<b>22.270.553</b>	<b>3.916.378</b>

The details of the Company's other long-term liabilities as of 31 December 2022, 31 December 2021 and 31 December 2020 are as follows :

	31 December 2022	31 December 2021	31 December 2020
Deposits and guarantees received	13.451.046	8.020.262	5.625.029
<b>Total (Note 26(ii))</b>	<b>13.451.046</b>	<b>8.020.262</b>	<b>5.625.029</b>



## 8- INVENTORIES

As of 31 December 2022, 31 December 2021 and 31 December 2020, inventories consist of real estate held for trading as detailed below :

	31 December 2022			31 December 2021			31 December 2020		
	Restated Book Value (TL)	Sales Value (TL)	Expertise Value (TL)	Restated Book Value (TL)	Sales Value (TL)	Expertise Value (TL)	Restated Book Value (TL)	Sales Value (TL)	Expertise Value (TL)
Land in Büyükkçekmece									
Land Cost (3 Parcel Lots)	3.271.735	-	333.840.000	3.271.735	-	114.715.000	3.271.735	-	88.520.000
Raw Materials and Supplies Inventories	65.938	-	-	-	-	-	-	-	-
<b>Total</b>	<b>3.337.673</b>	<b>-</b>	<b>333.840.000</b>	<b>3.271.735</b>	<b>-</b>	<b>114.715.000</b>	<b>3.271.735</b>	<b>-</b>	<b>88.520.000</b>

**Land in Büyükkçekmece** : There are 3 parcels of land with a total area of 622.651 m<sup>2</sup>. According to the valuation reports dated 29 December 2022, 27 December 2021 and 29 December 2020, the market approach and income approach (discounted cash flow) were used in determining the appraisal value, and the market approach was taken into account from these methods.

As of 31 December 2022, 31 December 2021 and 31 December 2020, the Company's real estate held for trading have been valued by TSKB Gayrimenkul Değerleme A.Ş.



## 9- INVESTMENT PROPERTIES

Investment properties are as given below :

Fair Value	Investment Properties
As of 1 January 2021	1.143.051.455
Additions (*)	3.336.557
Purchase of investment property (**)	448.641.137
Foreign currency translation differences	92.413.466
Net gain from fair value adjustments (Note 20)	715.293.200
As of 31 December 2021	2.402.735.815
As of 1 January 2022	2.402.735.815
Additions (*)	18.466.232
Additions (***)	57.443.858
Sales of Investment Property (****)	(19.075.000)
Foreign currency translation differences	105.230.504
Net gain from fair value adjustments (Note 20)	2.339.259.171
As of 31 December 2022	4.904.060.580

As of 31 December 2022, 31 December 2021 and 31 December 2020, the total insurance amount on investment properties is TL 915.212.007, TL 855.309.827 and TL 370.900.402, respectively (Note 31).

(\*) Investments made for Hillside Beach Club Holiday Village.

(\*\*) The title deed transactions of Bodrum Hotel, whose fair value is TL 429,000,000, were completed as of 11 November 2021 and purchased for TL 422,875,000, and an investment of TL 19,641,137 was made as of 31 December 2021.

(\*\*\*) Investments made for Bodrum Hotel.

(\*\*\*\*) At the meeting of the Board of Directors at the company headquarters on September 27, 2022; Slider for the independent sections 1-2-3-4 of Alarko-DİM Business Center located in Istanbul Province, Beyoğlu District, Evliyaçelebi Mahallesi, Şimal Kuytu Street, block 299, parcel no. 29, over TL 39.640.000 + VAT. It was unanimously decided to sell it to Gayrimenkul Yatırım A.Ş. The title deed transfer transactions regarding the said sale were completed on 30 September 2022, and the entire sale price of TL 39.640.000 + VAT was collected. Sales profit of TL 20,565,000 resulting from the sale is shown in other income from main operations in the statement of profit or loss and other comprehensive income.



As of 31 December 2022, the market values of investment properties are as follows:

31 December 2022

Name of Real Estate	Date of Expertise Report	Market Value (TL)
Hillside Beach Club Holiday Village	29 December 2022	2.619.180.000
Bodrum Hotel	05 January 2023	1.166.245.000
Etiler Alkent Sitesi – Shops	29 December 2022	167.475.000
Büyükçekmece Alkent 2000 – Shops	29 December 2022	32.705.000
Eyüp Topçular – Factory	29 December 2022	205.315.000
Ankara Çankaya Business Center	29 December 2022	21.815.000
İstanbul Karaköy Business Center	29 December 2022	49.840.000
Land in Maslak	29 December 2022	274.950.000
Mosalarko Office Building	27 December 2022	366.535.580
<b>Total</b>		<b>4.904.060.580</b>

Name of Real Estate	Valuation Methods Used	Basis of Valuation Method
Hillside Beach Club Holiday Village	Income Capitalization, Cost Analysis	Income Capitalization
Bodrum Hillside Hotel	Sales Comparison, Cost Analysis	Cost Analysis
Etiler Alkent Sitesi - Shops	Sales Comparison, Income Capitalization	Income Capitalization
Büyükçekmece Alkent 2000 Shops	Sales Comparison, Income Capitalization	Income Capitalization
Eyüp Topçular - Factory	Sales Comparison, Cost Analysis	Cost Analysis
Ankara Çankaya Business Center	Sales Comparison, Income Capitalization	Sales Comparison
İstanbul Karaköy Business Center	Sales Comparison, Income Capitalization	Income Capitalization
Land in Maslak	Sales Comparison	Sales Comparison
Mosalarko Office Building	Sales Comparison, Income Capitalization	Averages



As of 31 December 2021, the market values of investment properties are as follows :

31 December 2021

Name of Real Estate	Date of Expertise Report	Market Value (TL)
Hillside Beach Club Holiday Village	27 December 2021	1.382.650.000
Bodrum Hillside Hotel	09 November 2021	429.000.000
Etiler Alkent Sitesi - Shops	27 December 2021	53.560.000
Büyükçekmece Alkent 2000 – Shops	27 December 2021	19.605.000
Eyüp Topçular – Factory	27 December 2021	109.145.000
Ankara Çankaya Business Center	27 December 2021	9.815.000
İstanbul Karaköy Business Center	27 December 2021	19.775.000
İstanbul Şişhane Business Center	27 December 2021	19.075.000
Land in Maslak	27 December 2021	127.995.000
Mosalarko Office Building	06 December 2021	212.474.678
<b>Toplam</b>		<b>2.383.094.678</b>

As of 31 December 2021, the valuation methods used in determining the fair value of investment properties are as follows :

Name of Real Estate	Valuation Methods Used	Basis of Valuation Method
Hillside Beach Club Holiday Village	Income Capitalization, Cost Analysis	Income Capitalization
Bodrum Hillside Hotel	Sales Comparison, Cost Analysis	Cost Analysis
Etiler Alkent Sitesi - Shops	Sales Comparison, Income Capitalization	Income Capitalization
Büyükçekmece Alkent 2000 Shops	Sales Comparison, Income Capitalization	Income Capitalization
Eyüp Topçular - Factory	Sales Comparison, Cost Analysis	Cost Analysis
Ankara Çankaya Business Center	Sales Comparison, Income Capitalization	Sales Comparison
İstanbul Karaköy Business Center	Sales Comparison, Income Capitalization	Income Capitalization
İstanbul Şişhane Business Center	Sales Comparison, Income Capitalization	Income Capitalization
Land in Maslak	Sales Comparison, Development	Sales Comparison



As of 31 December 2020, the fair values of investment properties are as follows :

31 December 2020

Name of Real Estate	Date of Expertise Report	Market Value (TL)
Hillside Beach Club Holiday Village	29 December 2020	754.600.000
Etiler Alkent Sitesi – Shops	29 December 2020	43.300.000
Büyükçekmece Alkent 2000 – Shops	29 December 2020	15.050.000
Eyüp Topçular – Factory	29 December 2020	80.605.000
Ankara Çankaya Business Center	29 December 2020	8.895.000
İstanbul Karaköy Business Center	29 December 2020	15.480.000
İstanbul Şişhane Business Center	29 December 2020	13.000.000
Land in Maslak	29 December 2020	104.290.000
Mosalarko Office Building	18 January 2021	107.831.455
<b>Total</b>		<b>1.143.051.455</b>

As of 31 December 2020, the valuation methods used in determining the fair value of investment properties are as follows :

Name of Real Estate	Valuation Methods Used	Basis of Valuation Method
Hillside Beach Club Holiday Village	Income Capitalization, Cost Analysis	Income Capitalization
Etiler Alkent Sitesi - Shops	Sales Comparison, Income Capitalization	Income Capitalization
Büyükçekmece Alkent 2000 Shops	Sales Comparison, Income Capitalization	Income Capitalization
Eyüp Topçular - Factory	Sales Comparison, Cost Analysis	Cost Analysis
Ankara Çankaya Business Center	Sales Comparison, Income Capitalization	Sales Comparison
İstanbul Karaköy Business Center	Sales Comparison, Income Capitalization	Income Capitalization
İstanbul Şişhane Business Center	Sales Comparison, Income Capitalization	Income Capitalization
Land in Maslak	Sales Comparison, Development	Sales Comparison
Mosalarko Office Building	Sales Comparison, Income Capitalization	Averages

As of 31 December 2022, 31 December 2021 and 31 December 2020, the fair value of investment properties of Alarko Gayrimenkul Yatırım Ortaklığı A.Ş. is determined by TSKB Gayrimenkul Değerleme A.Ş. determined by. The valuation of Bodrum Hotel, which was included in its portfolio in 2021, was made by Reel Gayrimenkul Değerleme A.Ş. made by Mosalarko Office Building, one of the investment properties in 2022, 2021 and 2020, was valued by Nexia Pacioli Consulting LLC.

Main assumptions for sales comparison method of investment properties in related valuation reports and used by the Company are as follows :



Precedent square meter value 31 December 2022 31 December 2021 31 December 2020

Land	14.500	6.750	5.500
Building	13.000-60.300	5.850 - 26.000	5.250 - 22.000

As of 31 December 2022, 31 December 2021 and 31 December 2020 the fair value hierarchy of the Company's investment properties and the related assets are shown in the following table :

	31 December 2022	Level 1 TL	Level 2 TL	Level 3 TL
Hillside Beach Club Holiday Village	2.619.180.000	-	-	2.619.180.000
Bodrum Hillside Hotel	1.166.245.000	-	1.166.245.000	-
Etiler Alkent Sitesi - Shops	167.475.000	-	-	167.475.000
Büyükçekmece Alkent 2000 Shops	32.705.000	-	-	32.705.000
Eyüp Topçular - Factory	205.315.000	-	205.315.000	-
Ankara Çankaya Business Center	21.815.000	-	21.815.000	-
İstanbul Karaköy Business Center	49.840.000	-	-	49.840.000
Land in Maslak	274.950.000	-	274.950.000	-
Mosalarko Office Building	366.535.580	-	-	366.535.580
<b>Total</b>	<b>4.904.060.580</b>	<b>-</b>	<b>1.668.325.000</b>	<b>3.235.735.580</b>

	31 December 2021	Level 1 TL	Level 2 TL	Level 3 TL
Hillside Beach Club Holiday Village	1.382.650.000	-	-	1.382.650.000
Bodrum Hillside Hotel	429.000.000	-	429.000.000	-
Etiler Alkent Sitesi - Shops	53.560.000	-	-	53.560.000
Büyükçekmece Alkent 2000 Shops	19.605.000	-	-	19.605.000
Eyüp Topçular - Factory	109.145.000	-	109.145.000	-
Ankara Çankaya Business Center	9.815.000	-	9.815.000	-
İstanbul Karaköy Business Center	19.775.000	-	-	19.775.000
İstanbul Şişhane Business Center	19.075.000	-	19.075.000	-
Land in Maslak	127.995.000	-	127.995.000	-
Mosalarko Office Building	212.474.678	-	-	212.474.678
<b>Total</b>	<b>2.383.094.678</b>	<b>-</b>	<b>695.030.000</b>	<b>1.688.064.678</b>

	31 December 2020	Level 1 TL	Level 2 TL	Level 3 TL
Hillside Beach Club Holiday Village	754.600.000	-	-	754.600.000
Etiler Alkent Sitesi – Shops	43.300.000	-	-	43.300.000
Büyükçekmece Alkent 2000 – Shops	15.050.000	-	-	15.050.000
Eyüp Topçular – Factory	80.605.000	-	80.605.000	-
Ankara Çankaya Business Center	8.895.000	-	8.895.000	-
İstanbul Karaköy Business Center	15.480.000	-	-	15.480.000
İstanbul Şişhane Business Center	13.000.000	-	-	13.000.000
Land in Maslak	104.290.000	-	104.290.000	-
Mosalarko Office Building	107.831.455	-	-	107.831.455
<b>Total</b>	<b>1.143.051.455</b>	<b>-</b>	<b>193.790.000</b>	<b>949.261.455</b>



The movement of investment properties valuated at level 3 from beginning of the period to end of the period is as follows :

	31 December 2022	31 December 2021	31 December 2020
Opening Balance	1.688.064.678	949.261.455	786.549.747
Total loss / gain - profit / loss projected	1.423.974.166	656.053.200	165.640.573
Foreign currency translation differences	105.230.504	92.413.466	2.694.253
Transfers	-	(13.000.000)	(8.800.000)
Realized	18.466.232	3.336.557	3.176.882
<b>Closing Balance</b>	<b>3.235.735.580</b>	<b>1.688.064.678</b>	<b>949.261.455</b>

As of 31 December 2022, rental income from investment properties is TL 171.907.061 (31 December 2021 – TL 136.191.050). Relevant rental income is presented as revenue in the statement of profit or loss and other comprehensive income (Note 17).

## 10- INVESTMENT PROPERTIES

As of 31 December 2022, property, plant and equipments are as follows :

### Cost ;

	Opening 1 January 2022	Addition	Foreign currency translation differences	Closing 31 December 2022
Plant, Machinery and Equipment	4.216	-	-	4.216
Furniture and Fixture	2.172.146	7.446.513	973.791	10.592.450
Other Tangible Fixed Assets	27.373	-	-	27.373
<b>Subtotal</b>	<b>2.203.735</b>	<b>7.446.513</b>	<b>973.791</b>	<b>10.624.039</b>

### Accumulated Depreciation ;

Plant, Machinery and Equipment	4.216	-	-	4.216
Furniture and Fixture	2.015.142	551.417	462.679	3.029.238
Other Tangible Fixed Assets	27.373	-	-	27.373
<b>Subtotal (Note 19)</b>	<b>2.046.731</b>	<b>551.417</b>	<b>462.679</b>	<b>3.060.827</b>
<b>Net Book Value</b>	<b>157.004</b>	<b>-</b>	<b>-</b>	<b>7.563.212</b>





As of 31 December 2021, property, plant and equipments are as follows :

**Cost ;**

	Opening 1 January 2021	Addition	Foreign currency translation differences	Closing 31 December 2021
Plant, Machinery and Equipment	4.216	–	–	4.216
Furniture and Fixture	1.399.215	–	772.931	2.172.146
Other Tangible Fixed Assets	27.373	–	–	27.373
<b>Subtotal</b>	<b>1.430.804</b>	<b>–</b>	<b>772.931</b>	<b>2.203.735</b>

**Accumulated Depreciation ;**

Plant, Machinery and Equipment	4.216	–	–	4.216
Furniture and Fixture	1.269.314	33.772	712.056	2.015.142
Other Tangible Fixed Assets	27.373	–	–	27.373
<b>Subtotal (Note 19)</b>	<b>1.300.903</b>	<b>33.772</b>	<b>712.056</b>	<b>2.046.731</b>
<b>Net Book Value</b>	<b>129.901</b>	<b>–</b>	<b>–</b>	<b>157.004</b>

As of 31 December 2020, property, plant and equipments are as follows :

**Cost ;**

	Opening 1 January 2020	Addition	Foreign currency translation differences	Closing 31 December 2020
Plant, Machinery and Equipment	4.216	–	–	4.216
Furniture and Fixture	1.358.377	10.710	30.128	1.399.215
Other Tangible Fixed Assets	27.373	–	–	27.373
<b>Subtotal</b>	<b>1.389.966</b>	<b>10.710</b>	<b>30.128</b>	<b>1.430.804</b>

**Accumulated Depreciation ;**

Plant, Machinery and Equipment	4.216	–	–	4.216
Furniture and Fixture	1.213.878	28.237	27.199	1.269.314
Other Tangible Fixed Assets	27.373	–	–	27.373
<b>Subtotal</b>	<b>1.245.467</b>	<b>28.237</b>	<b>27.199</b>	<b>1.300.903</b>
<b>Net Book Value</b>	<b>144.499</b>	<b>–</b>	<b>–</b>	<b>129.901</b>



All depreciation expenses are included in general administrative expenses.

As of 31 December 2022, 31 December 2021 and 31 December 2020, the total insurance amount on tangible fixed assets is TL 50.089.023, TL 34.169.749 and TL 19.005.977, respectively (Note 31).

## 11- INTANGIBLE ASSETS

As of 31 December 2022, intangible assets are as follows :

### Cost

	Opening 1 January 2022	Addition	Disposal	Closing 31 December 2022
Rights	63.470	-	-	63.470
Other Intangible Assets	289.271	1.138.556	-	1.427.827
<b>Subtotal</b>	<b>352.741</b>	<b>1.138.556</b>	<b>-</b>	<b>1.491.297</b>

### Accumulated amortization;

Rights	48.801	2.589	-	51.390
Other Intangible Assets	193.930	138.326	-	332.256
<b>Subtotal (Note 19)</b>	<b>242.731</b>	<b>140.915</b>	<b>-</b>	<b>383.646</b>
<b>Net Book Value</b>	<b>110.010</b>	<b>-</b>	<b>-</b>	<b>1.107.651</b>

As of 31 December 2021, intangible assets are as follows :

### Cost

	Opening 1 January 2021	Addition	Disposal	Closing 31 December 2021
Rights	58.156	5.314	-	63.470
Other Intangible Assets	204.427	84.844	-	289.271
<b>Subtotal</b>	<b>262.583</b>	<b>90.158</b>	<b>-</b>	<b>352.741</b>

### Accumulated amortization;

Rights	47.679	1.122	-	48.801
Other Intangible Assets	177.348	16.582	-	193.930
<b>Subtotal (Note 20)</b>	<b>225.027</b>	<b>17.704</b>	<b>-</b>	<b>242.731</b>
<b>Net Book Value</b>	<b>37.556</b>	<b>-</b>	<b>-</b>	<b>110.010</b>



As of 31 December 2020, intangible assets are as follows :

**Cost**

	Opening 1 January 2020	Addition	Disposal	Closing 31 December 2020
Rights	58.156	-	-	58.156
Other Intangible Assets	198.361	6.066	-	204.427
<b>Subtotal</b>	<b>256.517</b>	<b>6.066</b>	<b>-</b>	<b>262.583</b>

**Accumulated amortization;**

Rights	46.843	836	-	47.679
Other Intangible Assets	161.944	15.404	-	177.348
<b>Subtotal (Note 20)</b>	<b>208.787</b>	<b>16.240</b>	<b>-</b>	<b>225.027</b>
<b>Net Book Value</b>	<b>47.730</b>	<b>-</b>	<b>-</b>	<b>37.556</b>

All amortisation expenses are included in general administrative expenses.

## 12- PROVISIONS, CONDITIONAL ASSETS AND LIABILITIES

- a) As stated among the Company's inventories, investment properties and fixed asset accounts as of 31 December 2022, 31 December 2021 and 31 December 2020;

With regard to the shops located in Beşiktaş District, Etiler Alkent Site, with the journal number 6430 dated 14 October 1987, an easement right facility and 1 in some parts, in favor of the Company's 1411 parcel 1 and against 1408 parcel 1, in favor of central heating facilities, There is an easement right for 49 years for a price of TL 7.72 to pass the 5 m wide canal belonging to the heating facilities.

Besides, there is a personal right of easement for the owners of the property on section 1410 parcel 1 to benefit from the unused parking lot as stated in the project against the same parcel by voucher dated 26 February 1992 nr 784.



- b) The guarantees, securities, and mortgages given by the Company in the name of its own corporate body are as follows :

Collateral/pledge/mortgage ("CPM") given by the Company	31 December 2022	31 December 2021	31 December 2020
A. CPMs Given for Company's Own Legal Personality	1.454.103.750	3.109.847	2.861.467
B. CPMs Given on Behalf of Fully Consolidated Companies	-	-	-
C. CPMs Given in the Normal Course of Business Activities on Behalf of Third Parties	-	-	-
D. Total Amount of Other CPMs			
i. Total Amount of CPMs Given on Behalf of the Parent	-	-	-
ii. Total Amount of CPMs Given to on Behalf of Other Group Companies Which are not in Scope of B and C	-	-	-
iii. Total Amount of CPMs Given on Behalf of Third Parties Which are not in Scope of C	-	-	-
<b>Total</b>	<b>1.454.103.750</b>	<b>3.109.847</b>	<b>2.861.467</b>

As of 31 December 2022, 31 December 2021 and 31 December 2020, the ratio of other CPM's given by the Company to equity is 0%.

- c) The total amount of guarantee letters and notes received by the Company in each period are given below :

	31 December 2022	31 December 2021	31 December 2020
Guarantee notes received	1.623.583	1.184.640	700.005
Guarantee letters received	119.155.410	894.000	690.060
Bails received	1.872.000.000	-	-
<b>Total</b>	<b>1.992.778.993</b>	<b>2.078.640</b>	<b>1.390.065</b>

- d) There are not any receivables in Company records that are due and not collected; thus no provision made for such receivables.

- e) As of 31 December 2022, there are no significant cases against the company that will cause cash outflows. The neighborhood where Hillside Beach Club Holiday Village is located in Fethiye District of Muğla is exempted from the real estate tax for 5 years due to the fact that it has left the status of the village as a neighborhood according to the law numbered 6360. However, Municipality of Fethiye accrues annual real estate tax. Therefore, an annulment action was filed for the Real Estate Tax which was accrued. The case has been concluded in favor of the company and is at the stage of appeal. In addition, the Company has 2 other ongoing lawsuits, and there is no uncertainty in their legal processes, so the Company's management does not expect any cash outflows



related to these lawsuits. For this reason, no provision has been made in the accompanying financial statements.

### 13- EMPLOYEE BENEFITS

According to the Labor Law, the Company has completed one year and is subject to Article 25/II of the Law. It is obliged to pay severance pay for its personnel who have been dismissed from the company, called for military service, married and quit the job within one year (for women), retired or died without the justified reasons stated in the article. The compensation to be paid is one month's salary for each year worked, and this amount is limited to TL 15,371.40 for each year of service as of 31 December 2022 (31 December 2021 - 8,284.51 and 31 December 2020 - TL 7,117,17).

Severance pay liability is not legally subject to any funding. The provision for severance pay is calculated by estimating the present value of the future probable obligation of the Company arising from the retirement of the employees. TAS 19 Employee Benefits requires the company's liabilities to be developed using actuarial valuation methods within the scope of defined benefit plans. Accordingly, the actuarial assumptions used in the calculation of total liabilities are as follows:

The main assumption is that the maximum liability amount for each year of service will increase in line with inflation. Therefore, the discount rate applied represents the expected real rate after adjusting for the effects of future inflation. Therefore, provisions in the accompanying financial statements as of 31 December 2022 are calculated by estimating the present value of the future probable obligation arising from the retirement of the employees. Provisions at the relevant balance sheet dates are calculated using the real discount rate, which is approximately 0.49%, based on the assumptions of an annual inflation rate of 8.80% and a discount rate of 9.34% (31 December 2021: 3.61%). Voluntary dismissal rates are also taken into account as 100% for those working for 0-15 years, and 0% for those working for 16 years or more. The maximum amount of TL 19.982.83 effective from 1 January 2023 has been taken into account in the calculation of the severance pay provision of the Company (1 January 2022: TL 10,848.59).

Short term provisions are as follows :

	31 December 2022	31 December 2021	31 December 2020
Payables Arising from Employee Benefits	2.911.262	94.050	72.635
<b>Total</b>	<b>2.911.262</b>	<b>94.050</b>	<b>72.635</b>

Long term provisions are as follows :

	31 December 2022	31 December 2021	31 December 2020
Retirement Pay Provision	739.834	306.835	217.655
Vacation Pay Provision	291.355	130.573	102.829
<b>Total</b>	<b>1.031.189</b>	<b>437.408</b>	<b>320.484</b>



Retirement Pay Provision ;

	1 January 2022 31 December 2022	1 January 2021 31 December 2021
Provision for retirement pay at the beginning of the period	306.835	217.655
Service cost	58.662	47.318
Interest cost	28.658	26.812
Retirement pay paid	-	(22.926)
Actuarial loss / (gain)	345.679	37.976
<b>Provision for retirement pay at the period-end</b>	<b>739.834</b>	<b>306.835</b>

Unused Vacation Provision :

	1 January 2022 31 December 2022	1 January 2021 31 December 2021
Provision for unused vacations at the beginning of the period	130.573	102.829
Increase / (decrease) during the period	160.782	27.744
<b>Provision for unused vacations at the period-end</b>	<b>291.355</b>	<b>130.573</b>

#### 14- PREPAID EXPENSES

Short term prepaid expenses are as follows:

	31 December 2022	31 December 2021	31 December 2020
Advances given to subcontractors	58.731.359	-	-
Advances given	158.587	90.238	459.175
Prepaid expenses	970.818	1.273.336	794.077
<b>Total</b>	<b>59.860.764</b>	<b>1.363.574</b>	<b>1.253.252</b>

Long term prepaid expenses are as follows:

	31 December 2022	31 December 2021	31 December 2020
Prepaid expenses	379.691	-	-
<b>Total</b>	<b>379.691</b>	<b>-</b>	<b>-</b>



## 15- ASSETS HELD FOR SALE

Assets held for sale are as follows:

	31 December 2022	31 December 2021	31 December 2020
Tangible assets	106.496	2.184.129	-
<b>Total</b>	<b>106.496</b>	<b>2.184.129</b>	-

Tangible assets with a net book value of TL 106,496 were acquired during the purchase of Bodrum Hotel and were classified as non-current assets held for sale as of 31 December 2022.

## 16- EQUITY

### a) Paid-in Capital

As of 31 December 2022, 31 December 2021 and 31 December 2020, the registered capital of the Company is TL 150.000.000 and its issued and paid-in capital is TL 64.400.000. The capital of the Company has been issued and consists of 6,440,000,000 shares, each with a nominal value of 1 Kr. The details of the company's shareholding structure are stated in Note 1.

### b) Capital Adjustment Differences

As of 31 December 2022, 31 December 2021 and 31 December 2020, the difference arising from the adjustment of the nominal capital for inflation amounts to TL 963,372.

### c) Financial Assets Value Increase Fund

Investment in Alarko Holding A.Ş. is based on the stock price which is the current best bid at the Istanbul Stock Exchange which is expected to approach its fair value as of 31 December 2022, 2021 and 2020. The Company monitors the increases and decreases which arise from fair value recognition under "Accumulated Other Comprehensive Income and Expenses Not to be Reclassified in Profit or Loss" in the Shareholder's Equity account in the financial statements. Accordingly, as of 31 December 2022, 31 December 2021 and 31 December 2020 there is a value increase of TL 82.545.830, TL 4.333.301 and TL 3.161.179 respectively, of which is stated in the "Accumulated Other Comprehensive Income and Expenses to be Reclassified in Profit or Loss" account (Note 4).

### d) Restricted Profit Reserves

As of 31 December 2022, the restricted profit reserves consist of legal reserves amounting to TL 69.176.253 (31 December 2021 – TL 48.297.464 and 31 December 2020 – TL 40.977.695).

Legal reserves, which are divided as First Legal Reserve and Second Legal Reserve as per the Turkish Commercial Code, are appropriated as below :

- I. Legal Reserve: Appropriated out of net profit at the rate of 5% until such reserve is equal to 20% of issued and fully paid capital.



- b) II. Legal Reserve: Appropriated out of net profit at the rate of 10% of distributions after providing for First Legal Reserve and an amount equal to 5% of capital as dividends.

Legal reserves which do not exceed one half of share capital may only be used to absorb losses or for purposes of continuity of the business in times of business difficulties and to prevent unemployment or lessen its effects.

**e) Retained Earnings / (Accumulated Losses)**

Breakdown of retained earnings / (accumulated losses) is as follows :

	31 December 2022	31 December 2021	31 December 2020
Extraordinary reserves	1.720.776.462	1.412.064.891	1.044.522.113
Prior Years' Profit	1.139.159.601	308.711.571	367.542.778
<b>Total</b>	<b>2.859.936.063</b>	<b>1.720.776.462</b>	<b>1.412.064.891</b>

Alarko Gayrimenkul Yatırım Ortaklığı A.Ş. At the Ordinary General Assembly Meeting held on March 29, 2022; From the period profit of TL 1,261,477,309 in the financial statements of 2021; Since the amount of the first order general legal reserves allocated in the previous years reached the legal ceiling, the donations of TL 850.000 made during the year were added to the first order general legal reserves, and TL 106.260.000 of the net distributable profit for the period was added to the shareholders as dividends. It has been decided to distribute it in cash, to set aside a second order general legal reserve amounting to TL 10,304.000 over the dividend to be distributed, to add the remaining amount to the extraordinary reserves, and to start the dividend distribution on April 25, 2022. In the dividend distribution transaction, the dividend receivables of the registered shares traded in Borsa Istanbul will be transferred to Takasbank A.Ş. transferred to their free accounts.

**f) Treasury Stocks (-)**

In line with the CMB's statements of 21 July 2016 and 25 July 2016, on 4 October 2018, the Company Management set maximum funds for the purpose of protecting the interests of all stakeholders, especially its small stakeholders, and contributing to healthy price formation, considering that the share price does not reflect the real performance of the Company's activities. decided to determine the amount of TL 10.000.000 to be covered from internal resources and to determine the maximum share amount that may be subject to share repurchase as nominal value of TL 200.000. Share purchase has been completed on October 15, 2018. Within the scope of this repurchase program; TL 9.999.981 of purchase was made for 199.609 shares, and the ratio of repurchased shares in the company capital is 1.874%.

The Company Management has decided to purchase shares on October 18, 2018 It decided to determine the maximum fund amount as TL 15.000.000 to be covered from internal resources and to determine the maximum share amount that may be subject to share repurchase as nominal value of TL 275.000. Within the scope of this repurchase program; purchases amounting to TL 14.999.964, corresponding to 273.566 shares, have been made, and the ratio of repurchased shares in the company capital is 2.569%.

The Company Management took another share purchase decision on 29 August 2022. It has been decided to determine the maximum amount of funds to be covered by internal





resources as TL 37,000,000 and to determine the maximum amount of shares that may be subject to share repurchase with a nominal value of TL 1,000,000. Within the scope of the said buyback program; TL 3,363,164 corresponding to 86,450 shares on 2 September 2022, TL 1,731,655 corresponding to 43,750 shares on 6 September 2022, TL 236,053 corresponding to 3,639 shares on 17 November 2022 and 28 December 2022. Purchases amounting to TL 9,964,652, corresponding to 122,500 shares, were made, and the total rate of these repurchased shares in the company's capital is 0,398%. As of 31 December 2022, the total of purchases from the company's internal resources is TL 40,295,469, which corresponds to 3,117,390 shares. and its share in the Company's capital is 4,841%. The Company has reserved reserves equal to the repurchase price of the repurchased shares and classified them as restricted reserves set aside from profit under equity.

The Company has shown TL 40,295,469 paid in connection with the repurchase of shares in the "Repurchased Shares (-)" account. Dividends falling on the repurchased shares are shown in the repurchased shares account. From the shares bought back TL 24,999,945 in 2019, TL 1,201,865, TL 1,802,462 in 2020, TL 2,231,620 in 2021, TL 4,720,735 in 2022 are deducted and TL 15,295,524 repurchase amount is added to 31 December 2022. As of the date of the transaction, it was TL 30,338,787. (31 December 2021 - TL 19.763.998 and 31 December 2020 - TL 21.995.618)

## 17- SALES AND COST OF SALES

Sales revenues are as follows :

	1 January 2022 31 December 2022	1 January 2021 31 December 2021
Rental income	171.907.061	136.191.050
<b>Total</b>	<b>171.907.061</b>	<b>136.191.050</b>

Cost of sales are as follows :

	1 January 2022 31 December 2022	1 January 2021 31 December 2021
Cost of services rendered	3.931.158	1.543.441
<b>Total</b>	<b>3.931.158</b>	<b>1.543.441</b>



## 18- GENERAL ADMINISTRATIVE EXPENSES

General administrative expenses are as follows :

	1 January 2022 31 December 2022	1 January 2021 31 December 2021
General administrative expenses	38.396.112	18.272.201
<b>Total</b>	<b>38.396.112</b>	<b>18.272.201</b>

General administrative expenses consist of the following :

	1 January 2022 31 December 2022	1 January 2021 31 December 2021
Personnel expenses (Note 19)	12.264.333	5.845.396
Financial consultancy and audit expenses	3.030.875	149.248
Outsourced repair work and services	4.890.186	1.868.490
Rent expenses	1.335.937	762.717
Construction and Joinery Maintenance and Repair Expenses	1.855.309	1.951.445
Bank expenses	337.092	350.493
Public and professional association participation expense	265.185	223.027
Depreciation and amortization expenses (Note 10,11)	692.332	51.476
Legal consultancy expenses	133.650	54.000
Other consultancy expenses	244.696	357.419
Taxes, duties, and fees	7.194.292	3.205.322
Security Service Expense	994.317	480.009
Other Expense	1.482.877	1.332.224
External benefits	1.952.326	1.024.715
Other	1.722.705	616.220
<b>Total</b>	<b>38.396.112</b>	<b>18.272.201</b>

## 19- EXPENSES BY NATURE

Depreciation and amortisation expenses consist of the following :

	1 January 2022 31 December 2022	1 January 2021 31 December 2021
Property, plant and equipment (Note 10)	551.417	33.772
Intangible Assets (Note 11)	140.915	17.704
<b>Total</b>	<b>692.332</b>	<b>51.476</b>



Expenses related to employee benefits are as follows :

	1 January 2022 31 December 2022	1 January 2021 31 December 2021
Wages and salaries	11.127.520	5.437.652
Personnel transportation expenses	114.127	25.490
Personnel retirement pay	-	22.926
Personnel catering expenses	76.288	14.844
Personnel health expenses	13.095	10.177
Other personnel expenses	933.303	334.307
<b>Total</b>	<b>12.264.333</b>	<b>5.845.396</b>

## 20- OTHER OPERATING INCOME / (EXPENSES)

Other operating income consists of the following :

	1 January 2022 31 December 2022	1 January 2021 31 December 2021
Foreign exchange gains from operations	258.991.760	420.770.446
Increase on fair values of investment properties (Note 9)	2.339.259.171	715.293.200
Interest income	43.511.124	41.463.596
Gain on sale of investment property	20.565.000	-
Turkish Ministry of Environment and Forestry– Rental Expense	10.889.837	5.471.226
Turkish Ministry of Environment and Forestry– Land appropriation	804.863	590.942
Gain on sale of other marketable securities	1.077.598	303.126
Income from maturity differences	532.546	39.512
Income from real estate other than rental income	199.883	90.389
Rediscount interest income	15.755	1.198
Other	1.800.726	12.532
<b>Total</b>	<b>2.677.648.263</b>	<b>1.184.036.167</b>

Other operating expenses consist of the following :

	1 January 2022 31 December 2022	1 January 2021 31 December 2021
Foreign exchange losses from operations	11.388.761	20.219.592
Turkish ministry of environment and forestry – Rental Provision	13.197.978	7.496.253
Loss on net realizable value of financial investments	13.677.322	-
Foundation donations	1.500.000	850.000
Turkish ministry of environment and forestry – Land appropriation	804.863	590.942
Rediscount interest expenses	297.663	15.755
Other	1.319.380	1.166.025
<b>Total</b>	<b>42.185.967</b>	<b>30.338.567</b>



## 21- INCOME AND EXPENSE FROM INVESTING OPERATIONS

Income from investing operations consists of the following :

	1 January 2022 31 December 2022	1 January 2021 31 December 2021
Gain on sale of tangible assets	2.284.556	-
Dividends received	272.321	163.591
<b>Total</b>	<b>2.556.877</b>	<b>163.591</b>

Expense from investing operations consists of the following:

	31 December 2022	31 December 2021
Loss on sale of tangible assets	1.425.091	-
<b>Total</b>	<b>1.425.091</b>	<b>-</b>

## 22- FINANCING EXPENSES

Financing expenses are as follows:

	1 January 2022 31 December 2022	1 January 2021 31 December 2021
Short-term financing expenses	617.476	998.011
<b>Total</b>	<b>617.476</b>	<b>998.011</b>

## 23- TAX ASSETS AND LIABILITIES

### a) Current income tax

In Turkey, the corporation tax rate for 2022 is 23% (2021 – 25%). This rate is applicable to the tax base derived upon exemptions and deductions stated in the tax legislation through addition of disallowable expenses to the commercial revenues of the companies with respect to the tax legislation.

### Taxation of the Operations of the Foreign Subsidiary

In the accompanying consolidated financial statements, the tax rate is used as 20% as of 31 December 2022, 2021 and 2020 for the period tax and deferred tax calculations for the foreign subsidiary Mosalarko A.O, which is consolidated with the full consolidation method.

The tax income and expenses included in the consolidated statement of profit or loss and other comprehensive income are summarized below :



	1 January 2022 31 December 2022	1 January 2021 31 December 2021
Current tax	1.967.488	548.707
Deferred tax (income)/expense (Note 23 (b))	9.647.798	2.391.491
<b>Total</b>	<b>11.615.286</b>	<b>2.940.198</b>

The current period corporate tax calculation is as follows :

	31 December 2022	31 December 2021
Profit/ (Loss) before tax	2.765.556.397	1.269.238.558
Local tax rate	23%	25%
Tax expense calculated over the tax rate	636.077.971	317.309.640
Deductible expenses and other additions	-	1.097.126
Exempted earnings and other discounts (*)	(623.520.150)	(315.369.327)
Impact of changes in tax rates	(942.535)	(97.241)
<b>Total tax expense</b>	<b>11.615.286</b>	<b>2.940.198</b>

(\*) Real Estate Investment Trust's earnings for the period are shown as other discounts.

#### b) Deferred tax assets and liabilities

For Mosalarko A.O, deferred tax assets and liabilities are recognized for temporary timing differences arising from the differences between tax base financial statements and financial statements prepared in accordance with TFRS. These differences are generally due to the fact that some income and expense items take place in different periods in tax base financial statements and financial statements prepared in accordance with TFRS, and these differences are stated below. The tax rate used in the calculation of deferred tax assets and liabilities is 20% over temporary timing differences.

Deferred tax assets, liabilities, income and expenses and temporary differences that form the basis of deferred tax calculations are as follows:

#### Temporary income / (expense) differences

	Accumulated temporary differences			Deferred tax assets / liabilities		
	31 December 2022	31 December 2021	31 December 2020	31 December 2022	31 December 2021	31 December 2020
<b>Tax assets</b>						
Usable financial losses	42.127.515	39.506.690	23.375.710	8.425.503	7.901.338	4.675.142
<b>Tax liabilities</b>						
Investment properties	(366.535.580)	(212.474.678)	(107.831.455)	(73.307.116)	(42.494.936)	(21.566.291)
Deferred tax liabilities, net				(64.881.613)	(34.593.598)	(16.891.149)



	1 January 2022 31 December 2022	1 January 2021 31 December 2021
Prior period deferred tax liability	(34.593.598)	(16.891.149)
Deferred tax (expense) / income (Note 23 (a))	(9.647.798)	(2.391.491)
Other comprehensive income / (expense)	(20.640.217)	(15.310.958)
<b>Total</b>	<b>(64.881.613)</b>	<b>(34.593.598)</b>

## 24- EARNINGS PER SHARE

Calculation of earnings / (loss) per share is calculated as follows :

	1 January 2022 31 December 2022	1 January 2021 31 December 2021
Profit / (loss) for the year	2.753.941.111	1.266.298.390
Weighted average number of ordinary shares for the reporting period (per share of TL 1 nominal value)	64.400.000	64.400.000
Treasury stock (-)	(2.905.430)	(2.861.051)
Earnings / (loss) per share (TL)	44,7835	20,5772

## 25- RELATED PARTY DISCLOSURES

a) Balances due from / due to related parties are as follows :

	31 December 2022	
Balances with related parties	Receivables Current Trading	Payables Current Trading
Attaş Alarko Turistik Tesisler A.Ş.	155.983.643	753.822
Less: Deferred income	(297.663)	–
Alarko Holding A.Ş.	–	453.405
Alsim Alarko San. Tes. ve Tic A.Ş.	–	95.101
Alarko Carrier San. ve Tic. A.Ş.	–	81.643
<b>Total (Note 6)</b>	<b>155.685.980</b>	<b>1.383.971</b>



31 December 2021

Balances with related parties	Receivables Current Trading	Payables Current Trading
Attaş Alarko Turistik Tesisler A.Ş.	140.487.380	214.319
Less: Deferred Income	(15.755)	–
Alarko Holding A.Ş.	–	180.225
Alarko Carrier San. ve Tic. A.Ş.	1.134	2.612
<b>Total (Note 6)</b>	<b>140.472.759</b>	<b>397.156</b>

31 December 2020

Balances with related parties	Receivables Current Trading	Payables Current Trading
Attaş Alarko Turistik Tesisler A.Ş.	25.007.412	–
Less: Deferred Income	(1.198)	–
Alarko Holding A.Ş.	–	2.898
Alarko Carrier San. ve Tic. A.Ş.	–	1.846
<b>Total (Note 6)</b>	<b>25.006.214</b>	<b>4.744</b>

b) Sales to / purchases from related parties are as follows :

The details of transactions with related parties on a company basis are as follows :

1 January - 31 December 2022

Transactions with related parties	Goods Purchases	Service Purchases	Other Purchases	Other Sales
Attaş Alarko Turistik Tes. A.Ş.	18.466.232	8.560.647	4.350.744	129.464.857
Alarko Carrier San. ve Tic. A.Ş.	–	69.189	–	1.200.000
Alarko Holding A.Ş.	1.138.557	785.347	555.694	–
Alsim Alarko San. Tes. ve Tic. A.Ş.	–	425.130	–	–
<b>Total</b>	<b>19.604.789</b>	<b>9.840.313</b>	<b>4.906.438</b>	<b>130.664.857</b>

1 January - 31 December 2021

Transactions with related parties	Goods Purchases	Service Purchases	Other Purchases	Other Sales
Attaş Alarko Turistik Tes. A.Ş.	3.336.557	196.626	290.790	113.221.653
Alarko Carrier San. ve Tic. A.Ş.	–	–	25.140	1.670.077
Alarko Holding A.Ş.	90.158	321.734	823.733	–
<b>Total</b>	<b>3.426.715</b>	<b>518.360</b>	<b>1.139.663</b>	<b>114.891.730</b>



As of 31 December 2022, 31 December 2021 and 31 December 2020, there are no doubtful receivables arising from related parties.

As of 31 December 2022 and 31 December 2021, the salaries and similar remuneration provided to top management amounts to TL 2.670.582 and TL 1.412.748, gross, respectively.

## **26- NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS**

Financial instruments and financial risk management

Due to the nature of its operations, the Company is exposed to various financial risks including the effects of changes in foreign exchange rates and interest rates on debt and capital market prices. The Company's total risk management program focuses on the unpredictability of financial markets, and aims to minimize its potential negative impact on the Company's financial performance.

Risk management is implemented within the frame of the following policie :

### **i. Credit Risk**

The collection risk of the Company is basically attributed to its trade receivables. Trade receivables are valued by the Company management taking into account the past experiences and the current economic outlook; and they are recognized in the statement of financial position, net, after provisions for doubtful receivables are made when necessary.



As of 31 December 2022, maturity and guarantee structure of the Company's receivables and cash and cash equivalents consist of the following :

	Receivables					
	Trade Receivables			Other Receivables		
	Related Parties	Other	Related Parties	Other	Banks	Cash and Cash Equivalents
31 December 2022						
Maximum credit risk exposed as of balance sheet date (A+B+C+D) (1) (Note 3, 6 and 7)	<b>155.685.980</b>	<b>2.165.613</b>	-	<b>118.156</b>	<b>222.367.350</b>	<b>2.291.503</b>
- Secured portion of the maximum credit risk by guarantees	-	-	-	-	-	-
A- Net book value of financial assets that are neither past due nor impaired (2) (Note 3, 6 and 7)	155.685.980	2.165.613	-	118.156	222.367.350	2.291.503
B- Terms are re-negotiated,, otherwise accepted as overdue or impaired financial assets' fair value	-	-	-	-	-	-
C- Net book value of financial assets that are overdue but not impaired (3)	-	-	-	-	-	-
D- Net book value of the impaired assets	-	-	-	-	-	-
- Past due (gross amount) (Note 6)	-	-	-	-	-	-
- Impairment (-) (Note 6)	-	-	-	-	-	-
- Secured portion of the net book value by guarantees, etc	-	-	-	-	-	-
E- Off-balance sheet items include credit risk	-	-	-	-	-	-

(1) (1)In determining the credit amounts, factors that increase credit reliability, i.e. the guarantees received, are not taken into consideration.

(2) No impairment or credit risk is anticipated in relation to the financial assets that are not overdue or impaired.

(3) As the overdue financial assets that are not impaired have short term maturities, they are not expected to create impairment loss in the future either.





As of 31 December 2021, maturity and guarantee structure of the Company's receivables and cash and cash equivalents consist of the following :

	Receivables						
	Trade Receivables			Other Receivables			
	Related Parties	Other	Related Parties	Other	Banks	Cash and Cash Equivalents	
31 December 2021	<b>140.472.759</b>	<b>1.191.317</b>	-	<b>75.584</b>	<b>127.973.453</b>	<b>314.672</b>	-
Maximum credit risk exposed as of balance sheet date (A+B+C+D) (1) (Note 3, 6 and 7)	-	16.066	-	-	-	-	-
- Secured portion of the maximum credit risk by guarantees	140.472.759	1.191.317	-	75.584	127.973.453	314.672	-
A- Net book value of financial assets that are neither past due nor impaired (2) (Note 3, 6 and 7)	-	-	-	-	-	-	-
B- Terms are re-negotiated,, otherwise accepted as overdue or impaired financial assets' fair value	-	-	-	-	-	-	-
C- Net book value of financial assets that are overdue but not impaired (3)	-	-	-	-	-	-	-
D- Net book value of the impaired assets	-	-	-	-	-	-	-
- Past due (gross amount) (Note 6)	-	-	-	-	-	-	-
- Impairment (-) (Note 6)	-	-	-	-	-	-	-
- Secured portion of the net book value by guarantees, etc	-	-	-	-	-	-	-
E- Off-balance sheet items include credit risk	-	-	-	-	-	-	-

- (1) (1) In determining the credit amounts, factors that increase credit reliability, i.e. the guarantees received, are not taken into consideration.  
(2) No impairment or credit risk is anticipated in relation to the financial assets that are not overdue or impaired.  
(3) As the overdue financial assets that are not impaired have short term maturities, they are not expected to create impairment loss in the future either.

As of 31 December 2020, maturity and guarantee structure of the Company's receivables and cash and cash equivalents consist of the following :

	Receivables						
	Trade Receivables			Other Receivables			Deposits at Cash and Cash Equivalents
	Related Parties	Other	Related Parties	Other	Banks		
31 December 2020	<b>25.006.214</b>	<b>1.035.634</b>	-	<b>63.984</b>	<b>14.309.081</b>	<b>1.624.750</b>	
Maximum credit risk exposed as of balance sheet date (A+B+C+D) (1) (Note 3, 6 and 7)	-	23.305	-	-	-	-	
- Secured portion of the maximum credit risk by guarantees	25.006.214	1.035.634	-	63.984	14.309.081	1.624.750	
A- Net book value of financial assets that are neither past due nor impaired (2) (Note 3, 6 and 7)	-	-	-	-	-	-	
B- Terms are re-negotiated,, otherwise accepted as overdue or impaired financial assets' fair value	-	-	-	-	-	-	
C- Net book value of financial assets that are overdue but not impaired (3)	-	-	-	-	-	-	
D- Net book value of the impaired assets	-	-	-	-	-	-	
- Past due (gross amount) (Note 6)	-	-	-	-	-	-	
- Impairment (-) (Note 6)	-	-	-	-	-	-	
- Secured portion of the net book value by guarantees, etc	-	-	-	-	-	-	
E- Off-balance sheet items include credit risk	-	-	-	-	-	-	

(1) (1) In determining the credit amounts, factors that increase credit reliability, i.e. the guarantees received, are not taken into consideration.

(2) No impairment or credit risk is anticipated in relation to the financial assets that are not overdue or impaired.

(3) As the overdue financial assets that are not impaired have short term maturities, they are not expected to create impairment loss in the future either.





As of 31 December 2022, 31 December 2021 and 31 December 2020, there are no receivables overdue but not impaired.

## ii. Liquidity Risk

Liquidity risk arises during funding of the Company operations and management of the open position. Liquidity risk comprises the risk of not funding the operations at an appropriate maturity and rate and also the risk of not liquidating an asset at a reasonable price in an appropriate time frame.

The following table shows the maturity breakdown of the Company's non-derivative short term financial liabilities as of 31 December 2022, 31 December 2021 and 31 December 2020:

31 December 2022						
Contract Terms	Carrying Value	Cash Outflows (I+II+III+IV)	Total Contracted Less than 3 Months (I)	3 to 12 Months (II)	1 to 5 Months (III)	More than 5 Years (IV)
<b>Non-derivative financial liabilities</b>						
Payables due to bank loans (Note 5)	125.346.944	200.504.090	3.108.460	9.498.073	92.175.516	95.722.041
Payables due to leasing operations (Note 5)	2.276.511	2.293.235	2.293.235	–	–	–
Trade payables to related parties (Note 6)	1.383.971	1.383.971	1.383.971	–	–	–
Other trade payables (Note 6)	15.563.751	15.563.751	15.563.751	–	–	–
Other payables (Note 7)	41.033.799	41.033.799	27.582.753	–	13.451.046	–
<b>Total</b>	<b>185.604.976</b>	<b>260.778.846</b>	<b>49.932.170</b>	<b>9.498.073</b>	<b>105.626.562</b>	<b>95.722.041</b>

31 December 2021						
Contract Terms	Carrying Value	Cash Outflows (I+II+III+IV)	Total Contracted Less than 3 Months (I)	3 to 12 Months (II)	1 to 5 Months (III)	More than 5 Years (IV)
<b>Non-derivative financial liabilities</b>						
Payables due to leasing operations (Note 5)	4.365.052	4.586.470	2.293.235	–	2.293.235	–
Trade payables to related parties (Note 6)	397.156	397.156	397.156	–	–	–
Other trade payables (Note 6)	7.591.689	7.591.689	7.591.689	–	–	–
Other payables (Note 7)	30.290.815	30.290.815	22.270.553	–	8.020.262	–
<b>Total</b>	<b>42.644.712</b>	<b>42.866.130</b>	<b>32.552.633</b>	<b>–</b>	<b>10.313.497</b>	<b>–</b>



31 December 2020

Contract Terms	Carrying Value	Cash Outflows (I+II+III+IV)	Total Contracted Less than 3 Months (I)	3 to 12 Months (II)	1 to 5 Months (III)	More than 5 Years (IV)
<b>Non-derivative financial liabilities</b>						
Payables due to leasing operations (Note 5)	6.281.146	6.879.703	2.293.235	-	4.586.468	-
Trade payables to related parties (Note 6)	4.744	4.744	4.744	-	-	-
Other trade payables (Note 6)	6.389.999	6.389.999	6.389.999	-	-	-
Other payables (Note 7)	9.541.407	9.541.407	3.916.378	-	5.625.029	-
<b>Total</b>	<b>22.217.296</b>	<b>22.815.853</b>	<b>12.604.356</b>	<b>-</b>	<b>10.211.497</b>	<b>-</b>

### iii. Market Risk

Market risk is the risk of encountering a fluctuation in the fair value of a financial asset or in future cash flows arising from changes in market prices which may lead to a negative impact on the entity. The standard market risk factors are foreign exchange rates, interest rates, and commodity prices.

### iv. Foreign Currency Risk

Foreign currency risk stems from the change in the value of a financial instrument depending on a change in foreign exchange rate. The Company may face foreign currency risk because of its foreign currency denominated receivables and payables. The Company continuously monitors the said risk and takes the necessary precautions. The main foreign currencies constituting the said risk is USD.

The Company's net foreign currency position as of 31 December 2022 is TL 866.119.726 (31 December 2021 - TL 760.523.409, 31 December 2020 - TL 763.514.912). A 10% increase in exchange rates will increase the Company's profit by TL 86,611,973, while a 10% decrease will decrease it by TL 86,611,973.

#### Foreign Currency Position

On totals basis;

	31 December 2022	31 December 2021	31 December 2020
A. Foreign currency assets	869.264.249	762.848.420	764.925.529
B. Foreign currency liabilities	3.144.523	2.325.011	1.410.617
<b>Net foreign currency position (A-B)</b>	<b>866.119.726</b>	<b>760.523.409</b>	<b>763.514.912</b>



Breakdown on foreign currency basis;

31 December 2022

	TL Amount (Functional Currency)	US Dollar
1. Trade Receivables	128.407.490	6.867.335
2a. Monetary Financial Assets	144.456.559	7.725.652
2b. Non-monetary Financial Assets	–	–
3. Other	–	–
<b>4. Current Assets</b>	<b>272.864.049</b>	<b>14.592.987</b>
5. Trade Receivables	–	–
6a. Monetary Financial Assets	596.400.200	31.895.959
6b. Non-monetary Financial Assets	–	–
7. Other	–	–
<b>8. Non-Current Assets</b>	<b>596.400.200</b>	<b>31.895.959</b>
<b>9. Total Assets</b>	<b>869.264.249</b>	<b>46.488.946</b>
10. Trade Payables	–	–
11. Financial Liabilities	–	–
12a. Monetary Other Liabilities	–	–
12b. Non-Monetary Other Liabilities	–	–
13. CURRENT LIABILITIES	–	–
14. Trade Payables	–	–
15. Financial Liabilities	–	–
16a. Monetary Other Liabilities	3.144.523	167.869
16b. Non-Monetary Other Liabilities	–	–
<b>17. Non-Current Liabilities</b>	<b>3.144.523</b>	<b>167.869</b>
<b>18. Total Liabilities</b>	<b>3.144.523</b>	<b>167.869</b>
<b>19. Net Foreign Currency Assets / Liabilities Position (9-18)</b>	<b>866.119.726</b>	<b>46.321.077</b>
<b>20. Monetary Items Net Foreign Currency Assets / Liabilities Position (1+2a+5+6a-10-11-12a-14-15-16a)</b>	<b>866.119.726</b>	<b>46.321.077</b>



Breakdown on foreign currency basis;

31 December 2021

	TL Amount (Functional Currency)	US Dollar
1. Trade Receivables	115.681.352	8.678.922
2a. Monetary Financial Assets	519.626.920	38.984.689
2b. Non-Monetary Financial Assets	–	–
3. Other	–	–
<b>4. Current Assets</b>	<b>635.308.272</b>	<b>47.663.611</b>
5. Trade Receivables	–	–
6a. Monetary Financial Assets	127.540.148	9.568.621
6b. Non-Monetary Financial Assets	–	–
7. Other	–	–
<b>8. Non-Current Assets</b>	<b>127.540.148</b>	<b>9.568.621</b>
<b>9. Total Assets</b>	<b>762.848.420</b>	<b>57.232.232</b>
10. Trade Payables	–	–
11. Financial Liabilities	–	–
12a. Monetary Other Liabilities	–	–
12b. Non-Monetary Other Liabilities	–	–
<b>13. Current Liabilities</b>	<b>–</b>	<b>–</b>
14. Trade Payables	–	–
15. Financial Liabilities	–	–
16a. Monetary Other Liabilities	2.325.011	174.119
16b. Non-Monetary Other Liabilities	–	–
<b>17. Non-Current Liabilities</b>	<b>2.325.011</b>	<b>174.119</b>
<b>18. Total Liabilities</b>	<b>2.325.011</b>	<b>174.119</b>
<b>19. Net Foreign Currency Assets / Liabilities Position (9-18)</b>	<b>760.523.409</b>	<b>57.058.113</b>
<b>20. Monetary Items Net Foreign Currency Assets / Liabilities Position (1+2a+5+6a-10-11-12a-14-15-16a)</b>	<b>760.523.409</b>	<b>57.058.113</b>



Breakdown on foreign currency basis;

31 December 2020

	TL Amount (Functional Currency)	US Dollar
1. Trade Receivables	19.545.830	2.662.738
2a. Monetary Financial Assets	644.395.027	87.786.258
2b. Non-Monetary Financial Assets	–	–
3. Other	–	–
<b>4. Current Assets</b>	<b>663.940.857</b>	<b>90.448.996</b>
5. Trade Receivables	–	–
6a. Monetary Financial Assets	100.984.672	13.757.193
6b. Non-Monetary Financial Assets	–	–
7. Other	–	–
<b>8. Non-Current Assets</b>	<b>100.984.672</b>	<b>13.757.193</b>
<b>9. Total Assets</b>	<b>764.925.529</b>	<b>104.206.189</b>
10. Trade Payables	–	–
11. Financial Liabilities	–	–
12a. Monetary Other Liabilities	–	–
12b. Non-Monetary Other Liabilities	–	–
<b>13. Current Liabilities</b>	<b>–</b>	<b>–</b>
14. Trade Payables	–	–
15. Financial Liabilities	–	–
16a. Monetary Other Liabilities	1.410.617	192.169
16b. Non-Monetary Other Liabilities	–	–
<b>17. Non-Current Liabilities</b>	<b>1.410.617</b>	<b>192.169</b>
<b>18. Total Liabilities</b>	<b>1.410.617</b>	<b>192.169</b>
<b>19. Net Foreign Currency Assets / Liabilities Position (9-18)</b>	<b>763.514.912</b>	<b>104.014.020</b>
<b>20. Monetary Items Net Foreign Currency Assets / Liabilities Position (1+2a+5+6a-10-11-12a-14-15-16a)</b>	<b>763.514.912</b>	<b>104.014.020</b>





Foreign currency position sensitivity analysis as of 31 December 2022, 31 December 2021 and 31 December 2020 is as follows:

	31 December 2022		31 December 2021		31 December 2020	
	Profit / Loss		Profit / Loss		Profit / Loss	
	Appreciation of foreign currency	Depreciation of foreign currency	Appreciation of foreign currency	Depreciation of foreign currency	Appreciation of foreign currency	Depreciation of foreign currency
In case of US Dollar changes in 10% against TL						
1 - US Dollar net asset / liability	86.611.973	(86.611.973)	76.052.341	(76.052.341)	76.351.491	(76.351.491)
2- US Dollar hedges (-)						
<b>3- Net effect of US Dollar (1 +2)</b>	<b>86.611.973</b>	<b>(86.611.973)</b>	<b>76.052.341</b>	<b>(76.052.341)</b>	<b>76.351.491</b>	<b>(76.351.491)</b>
<b>Total</b>	<b>86.611.973</b>	<b>(86.611.973)</b>	<b>76.052.341</b>	<b>(76.052.341)</b>	<b>76.351.491</b>	<b>(76.351.491)</b>

#### v. Interest Risk

The Company's operations are exposed to the risk of changes in interest rates when interest-sensitive assets and liabilities are amortized or repriced at different times or amounts. The said interest rate risk is managed by natural measures that occur by balancing interest rate sensitive assets and liabilities. The loan agreement of the Company has a fixed interest rate and its maturity is 10 years.

Fixed rate financial instruments

	31 December 2022	31 December 2021	31 December 2020
Lease Liability (Dipnot 5)	2.276.511	4.365.052	6.281.146
Bank Loans (Dipnot 5)	125.346.944	-	-
<b>Total</b>	<b>127.623.455</b>	<b>4.365.052</b>	<b>6.281.146</b>

#### vi. Share Price Risk

The Company is exposed to the stock price risk caused by the price changes that may occur in the stocks in its portfolio. As of 31 December 2022, if there is a 10% increase/decrease in the best purchase price among the current orders pending in Borsa Istanbul used in the valuation of these stocks, and all other variables are kept constant, the Company will have a direct net effect on equity without affecting profit/loss. would have been TL 9.708.488 lower/higher (31 December 2021 – TL 1.453.905, 31 December 2020 – TL 1.020.575) (Note: 4).

#### vii. Capital Risk Management

For proper management of capital risk, the Company aims

- to maintain continuity of operations so as to provide earnings to partners and benefits to other shareholders, and



- to increase profitability through determining a product and service pricing policy that is commensurate with the level of risks inherent in the market.

The Company determines the amount of share capital in proportion to the risk level. The equity structure of the Company is arranged in accordance with the economic outlook and the risk attributes of assets.

The Company monitors capital management by using the debt/equity ratio. This ratio is calculated by dividing the debt, net, by the total share capital. The net debt is calculated by deducting the value of cash and cash equivalents from the total debt (the sum of short and long term liabilities stated in the statement of financial position). The total share capital is the sum of all equity items stated in the statement of financial position.

There's basically no change in the Company's general strategy with respect to the previous year. As of 31 December 2022, 2021 and 2020, the ratio of the total equity to net debts is as follows:

	31 December 2022	31 December 2021	31 December 2020
Total borrowings	256.763.949	78.683.053	40.810.386
Less: Cash and cash equivalents	(224.666.353)	(128.290.389)	(15.935.243)
Net debt	32.097.596	(49.607.336)	24.875.143
Total equity	5.841.940.731	3.142.549.904	1.893.549.014
Total capital	5.874.038.327	3.092.942.568	1.918.424.157
Gearing Ratio	1%	0%	1%



## 27-FINANCIAL INSTRUMENTS (Fair Value Disclosures and Explanations on Hedge Accounting)

31 December 2022	Financial assets at amortized cost	Fair value through profit or loss	Fair value through other comprehensive income	Financial liabilities at amortized cost	Carrying Value
<b>Financial assets</b>					
Cash and Cash Equivalents (Note 3)	224.666.353	–	–	–	224.666.353
Trade Receivables (Note 6)	2.165.613	–	–	–	2.165.613
Due From Related Parties (Note 6)	155.685.980	–	–	–	155.685.980
Other Receivables (Note 7)	118.156	–	–	–	118.156
Other Financial Assets (Note 4)	309.542.298	324.467.186	97.086.580	–	731.096.064
<b>Financial Liabilities</b>					
Financial Liabilities (Note 5)	–	–	–	(127.623.455)	(127.623.455)
Trade Payables (Note 6)	–	–	–	(15.563.751)	(15.563.751)
Due to Related Parties (Note 6)	–	–	–	(1.383.971)	(1.383.971)
Other Financial Liabilities (Note 7)	–	–	–	(41.033.799)	(41.033.799)
<b>31 December 2021</b>					
<b>Financial Assets</b>					
Cash and Cash Equivalents (Note 3)	128.290.389	–	–	–	128.290.389
Trade Receivables (Note 6)	1.191.317	–	–	–	1.191.317
Due from Related Parties (Note 6)	140.472.759	–	–	–	140.472.759
Other Receivables (Note 7)	75.584	–	–	–	75.584
Other Financial Assets (Note 4)	386.747.440	136.277.257	14.540.750	–	537.565.447
<b>Financial Liabilities</b>					
Financial Liabilities (Note 5)	–	–	–	(4.365.052)	(4.365.052)
Trade Payables (Note 6)	–	–	–	(7.591.689)	(7.591.689)
Due to Related Parties (Note 6)	–	–	–	(397.156)	(397.156)
Other Financial Liabilities (Note 7)	–	–	–	(30.290.815)	(30.290.815)



31 December 2020	Financial assets at amortized cost	Fair value through profit or loss	through other comprehensive income	Fair value Financial liabilities at amortized cost	Carrying Value
<b>Financial assets</b>					
Cash and Cash Equivalents (Note 3)	15.935.243	–	–	–	15.935.243
Trade Receivables (Note 6)	1.035.634	–	–	–	1.035.634
Due From Related Parties (Note 6)	25.006.214	–	–	–	25.006.214
Other Receivables (Note 7)	63.984	–	–	–	63.984
Other Financial Assets (Note 4)	649.707.557	81.644.206	10.207.449	–	741.559.212
<b>Financial Liabilities</b>					
Financial Liabilities (Note 5)	–	–	–	(6.281.146)	(6.281.146)
Trade Payables (Note 6)	–	–	–	(6.389.999)	(6.389.999)
Due to Related Parties (Note 6)	–	–	–	(4.744)	(4.744)
Other Financial Liabilities (Note 7)	–	–	–	(9.541.407)	(9.541.407)

### Financial Instruments

Financial instruments comprise financial assets and financial liabilities. Financial instruments may create/affect/decrease liquidity risk, credit risk and stock market risk in the financial statements of the Company. All financial assets are reviewed to prevent impairment risk.

Fair value is the value of an asset or liability in an arms length transaction between knowledgeable and willing parties.

The Company has determined the fair value of its financial instruments by using current market information at present and by using appropriate valuation methods. However, assessing market information and forecasting actual values requires judgment. The forecasts presented as a conclusion may not always represent the values that are acquired by the Company in current market transactions.

Methods and assumptions used to estimate the fair value of financial instruments are as follows :

#### Financial Assets

Balances denominated in foreign currency are translated by using the exchange rates valid at the balance sheet date. It is foreseen that these balances are close to their carrying values. The fair values of certain financial assets, which also include cash and cash equivalents, are considered to approximate their carrying values due to their short term nature.

The carrying values of trade receivables along with the related allowances for uncollectability are estimated to represent their fair values.

The fair values of investments held to maturity are calculated by deducting impairment losses, if any, from the cost values amortized by the effective interest method.

The fair values of financial assets which are available for sale and traded in active markets correspond to the best bid among current orders pending at the balance sheet date. The fair values of financial assets available for sale which are not traded in active markets cannot be determined reliably; hence, they are assumed to be equivalent to their restated cost values.



## Financial Liabilities

Trade payables have been presented at their fair values.

The fair value of financial assets and liabilities are determined as follows :

**Level 1:** Fair value of financial assets and liabilities is measured at quoted prices in active markets for identical assets or liabilities that the entity can access at the measurement date.

**Level 2:** Fair value of financial assets and liabilities is measured at prices other than quoted market prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

**Level 3:** Fair value of financial asset and liabilities is measured using inputs that are not based on observable inputs of the active markets.

The hierarchical levels of the assets and liabilities stated at fair value are as follows :

### Fair value level as of reporting period

	31 December 2022	Level 1	Level 2	Level 3
<b>Financial Assets</b>				
Stocks (publicly traded)	97.084.884	97.084.884	–	–
Financial Investments (Eurobond)	324.467.186	–	324.467.186	–

### Fair value level as of reporting period

	31 December 2021	Level 1	Level 2	Level 3
<b>Financial Assets</b>				
Stocks (publicly traded)	14.539.054	14.539.054	–	–
Financial Investments (Eurobond)	136.277.257	–	136.277.257	–

### Fair value level as of reporting period

	31 December 2020	Level 1	Level 2	Level 3
<b>Financial Assets</b>				
Stocks (publicly traded)	10.205.753	10.205.753	–	–
Financial Investments (Eurobond)	81.644.206	–	81.644.206	–



## **28- SEGMENT REPORTING**

The main activity of Alarko Gayrimenkul Yatırım Ortaklığı A.Ş. is to deal with the objectives and subjects written in the regulations of the Capital Markets Board regarding real estate investment trusts. In this context, it is engaged in issues such as real estate, real estate projects and investing in capital market instruments. Reporting by segment is made for Turkey and Russia, which are the geographical divisions of the Group.



	Turkey 31 December 2022	Russia 31 December 2022	Adjustments	Total 31 December 2022
<b>PROFIT AND LOSS</b>				
Revenue	141.252.381	30.654.680	-	171.907.061
Cost of Sales (-)	(3.931.158)	-	-	(3.931.158)
<b>GROSS PROFIT</b>	<b>137.321.223</b>	<b>30.654.680</b>	<b>-</b>	<b>167.975.903</b>
Administrative Expenses (-)	(12.987.715)	(25.408.397)	-	(38.396.112)
Other Income from Operating Activities	2.625.833.080	51.815.183	-	2.677.648.263
Other Expenses from Operating Activities (-)	(39.723.725)	(2.462.242)	-	(42.185.967)
<b>OPERATING PROFIT</b>	<b>2.710.442.863</b>	<b>54.599.224</b>	<b>-</b>	<b>2.765.042.087</b>
Income from Investing Activities	2.556.877	-	-	2.556.877
Expenses form Investing Activities	(1.425.091)	-	-	(1.425.091)
Shares of Profits (Losses) of Investments Valued by Equity Method	42.983.938	-	(42.983.938)	-
<b>OPERATING PROFIT / (LOSS) BEFORE FINANCE INCOME / EXPENSE</b>	<b>2.754.558.587</b>	<b>54.599.224</b>	<b>(42.983.938)</b>	<b>2.766.173.873</b>
Financing Expenses (-)	(617.476)	-	-	(617.476)
<b>PROFIT BEFORE TAX FROM CONTINUING OPERATIONS</b>	<b>2.753.941.111</b>	<b>54.599.224</b>	<b>(42.983.938)</b>	<b>2.765.556.397</b>
- Current Tax Expense / Income	-	(1.967.488)	-	(1.967.488)
- Deferred Tax Expense / Income	-	(9.647.798)	-	(9.647.798)
<b>Tax Expense / Income from Continuing Operations</b>	<b>-</b>	<b>(11.615.286)</b>	<b>-</b>	<b>(11.615.286)</b>
<b>PROFIT FROM CONTINUING OPERATIONS</b>	<b>2.753.941.111</b>	<b>42.983.938</b>	<b>(42.983.938)</b>	<b>2.753.941.111</b>
<b>PROFIT FOR THE YEAR</b>	<b>2.753.941.111</b>	<b>42.983.938</b>	<b>(42.983.938)</b>	<b>2.753.941.111</b>
<b>OTHER COMPREHENSIVE INCOME / (EXPENSE)</b>	<b>170.307.705</b>	<b>88.107.554</b>	<b>(88.107.554)</b>	<b>170.307.705</b>

	Turkey 31 December 2022	Russia 31 December 2022	Total 31 December 2022
Depreciation and Amortization Expense	175.551	516.781	692.332



	Turkey 31 December 2021	Russia 31 December 2021	Adjustments	Total 31 December 2021
<b>PROFIT AND LOSS</b>				
Revenue	122.022.298	14.168.752	-	136.191.050
Cost of Sales (-)	(1.543.441)	-	-	(1.543.441)
<b>GROSS PROFIT</b>	<b>120.478.857</b>	<b>14.168.752</b>	<b>-</b>	<b>134.647.609</b>
Administrative expenses (-)	(4.667.975)	(13.604.226)	-	(18.272.201)
Other Income from Operating Activities	1.171.468.579	12.700.390	(132.802)	1.184.036.167
Other Expenses from Operating Activities (-)	(29.223.407)	(1.115.160)	-	(30.338.567)
<b>OPERATING PROFIT</b>	<b>1.258.056.054</b>	<b>12.149.756</b>	<b>(132.802)</b>	<b>1.270.073.008</b>
Income from Investing Activities	163.591	-	-	163.591
Shares of Profits (Losses) of Investments Valued by Equity Method	4.255.675	-	(4.255.675)	-
<b>OPERATING PROFIT/(LOSS) BEFORE FINANCE INCOME / EXPENSE</b>	<b>1.262.475.320</b>	<b>12.149.756</b>	<b>(4.388.477)</b>	<b>1.270.236.599</b>
Financing Expenses (-)	(998.011)	-	-	(998.011)
<b>PROFIT BEFORE TAX FROM CONTINUING OPERATIONS</b>	<b>1.261.477.309</b>	<b>12.149.756</b>	<b>(4.388.477)</b>	<b>1.269.238.588</b>
- Current Tax Expense / Income	-	(548.707)	-	(548.707)
- Deferred Tax Expense / Income	-	(2.391.491)	-	(2.391.491)
<b>Tax Expense / Income from Continuing Operations</b>	<b>-</b>	<b>(2.940.198)</b>	<b>-</b>	<b>(2.940.198)</b>
<b>PROFIT FROM CONTINUING OPERATIONS</b>	<b>1.261.477.309</b>	<b>9.209.558</b>	<b>(4.388.477)</b>	<b>1.266.298.390</b>
<b>PROFIT FOR THE YEAR</b>	<b>1.261.477.309</b>	<b>9.209.558</b>	<b>(4.388.477)</b>	<b>1.266.298.390</b>
<b>OTHER COMPREHENSIVE INCOME/(EXPENSE)</b>	<b>36.461.080</b>	<b>77.198.459</b>	<b>(32.165.755)</b>	<b>81.493.784</b>

	Turkey 31 December 2021	Russia 31 December 2021	Total 31 December 2021
Depreciation and Amortization Expense	23.296	28.180	51.476





	Turkey 31 December 2022	Russia 31 December 2022	Adjustments	Total 31 December 2022
Total Assets	6.014.537.431	397.408.215	(313.240.966)	6.098.704.680
Total Liabilities	168.457.973	88.305.976	-	256.763.949

  

	Turkey 31 December 2021	Russia 31 December 2021	Adjustments	Total 31 December 2021
Total Assets	3.095.184.874	221.541.604	(95.493.521)	3.221.232.957
Total Liabilities	35.152.196	43.530.857	-	78.683.053

  

	Turkey 31 December 2020	Russia 31 December 2020	Adjustments	Total 31 December 2020
Total Assets	1.827.244.961	118.154.744	(11.040.305)	1.934.359.400
Total Liabilities	17.150.292	23.660.094	-	40.810.386

## 29- EVENTS AFTER THE REPORTING PERIOD

An earthquake occurred in the southeastern part of Turkey that affected many of our cities. Considering the region in which the Group operates, no direct impact is expected on Group operations.

## 30- FEES FOR SERVICES RECEIVED FROM INDEPENDENT AUDITOR / AUDITOR

The Company's explanation regarding the fees for services rendered by independent audit firms, which is prepared by the KGK pursuant to the Board Decision published in the Official Gazette on March 30, 2021, and the preparation principles of which are based on the KGK letter dated August 19, 2021 are as follows:

	31 December 2022	31 December 2021	31 December 2020
Independent audit fee for the reporting period	255.425	104.000	90.000
<b>Total</b>	<b>255.425</b>	<b>104.000</b>	<b>90.000</b>



**31- DISCLOSURE OF OTHER MATTERS THAT MAY AFFECT FINANCIAL STATEMENTS SIGNIFICANTLY OR IS NECESSARY FOR FINANCIAL STATEMENTS TO BE CLEAR, INTERPRETABLE AND COMPREHENSIBLE**

a) Total value of insurance on assets for the respective periods are as follows :

	31 December 2022	31 December 2021	31 December 2020
Investment Properties (Note 9)	915.212.007	855.309.827	370.900.402
Property, Plant and Equipment (Note 10)	50.089.023	34.169.749	19.005.977
<b>Toplam</b>	<b>965.301.030</b>	<b>889.479.576</b>	<b>389.906.379</b>

b) The developments regarding the events between Russia and Ukraine that started at the end of February 2022 are followed by the administration. The effects of this situation on the Company's activities and financial statements were evaluated by the Company management and it was concluded that it had no effect on the 31 December 2022 financial statements. However, due to the uncertain course of the crisis as of the report date, the effects of the developments that may occur on a global scale, the possible reflections of these developments on the global and regional economy, and the effects on the Company's operations cannot be reasonably estimated.



### 32- SUPPLEMENTARY NOTES: MONITORING COMPLIANCE WITH PORTFOLIO RESTRICTIONS

As of 31 December 2022 and 31 December 2021, compliance with portfolio restrictions is monitored as follows:

	Main Account Items of Unconsolidated / Separate Financial Statements	Related Regulation	Current Year (TL) 31 December 2022	Prior Year (TL) 31 December 2021
<b>A</b>	Money Market and Capital Market Instruments	Art. 24/(b)	942.311.438	661.670.383
<b>B</b>	Real estates, real estate projects and rights supported by real estates	Art. 24/(a)	4.540.796.735	2.193.532.872
<b>C</b>	Affiliates	Art. 24/(b)	313.242.662	95.495.217
	Due from Related Parties (Non-Trade)	Art. 23/(f)	-	-
	<b>Other Assets</b>		218.186.596	144.486.402
<b>D</b>	<b>Total Assets</b>	Art. 3/(p)	<b>6.014.537.431</b>	<b>3.095.184.874</b>
<b>E</b>	Financial Liabilities	Art. 31	127.623.455	4.365.052
<b>F</b>	Other Financial Liabilities	Art. 31	-	-
<b>G</b>	Lease Obligations	Art. 31	-	-
<b>H</b>	Due to Related Parties (Non-Trade)	Art. 23/(f)	-	-
<b>i</b>	Equity	Art. 31	5.846.079.458	3.060.032.678
	<b>Other Liabilities</b>		40.834.518	30.787.144
<b>D</b>	<b>Total Liabilities and Equity</b>	Art. 3/(p)	<b>6.014.537.431</b>	<b>3.095.184.874</b>
	Other Financial Informations Related with Unconsolidated Financial Statements	Related Regulation	Current Year (TL) 31 December 2022	Prior Year (TL) 31 December 2021
<b>A1</b>	Part of Money Market Instruments and Capital Market Instruments Held for Real Estates (3 Years)	Art. 24/(b)	-	-
<b>A2</b>	Time and Demand Deposits in TL / Foreign Currency	Art. 24/(b)	208.925.567	123.791.960
<b>A3</b>	Foreign Capital Market Instruments	Art. 24/(d)	-	-
<b>B1</b>	Real estates, real estate projects and rights supported by real estates	Art. 24/(d)	-	-
<b>B2</b>	Lands Held Idle	Art. 24/(c)	278.221.735	131.266.735
<b>C1</b>	Foreign Investments	Art. 24/(d)	313.240.966	95.493.521
<b>C2</b>	Participation in the Operating Company	Art. 28/1(a)	1.696	1.696
<b>J</b>	Non-cash Loans	Art. 31	1.454.103.750	3.109.847
<b>K</b>	Mortgage lien on lands to be administrated for projects and the property of which does not belong to the company	Art. 22/(e)	-	-
<b>L</b>	All of the money and capital markets in a single investment company Tools	Art. 22/(l)	97.084.884	14.539.054



	<b>Portfolio Limitations</b>	<b>Related Regulation</b>	<b>Current Year 31 December 2022</b>	<b>Current Year 31 December 2021</b>	<b>Ratio of Minimum/ Maximum</b>
1	Mortgage lien on lands to be administrated for projects and the property of which does not belong to the company	Art. 22/(e)	0,00 %	0,00 %	≤ 10 %
2	Real estates, real estate projects and rights supported by real estates	Art. 24/(a),(b)	75,50 %	70,87 %	≥ 51 %
3	Money Market and Capital Market Instruments and Subsidiaries	Art. 24/(b)	20,88 %	24,46 %	≤ 49 %
4	Real estates, real estate projects and rights supported by real estates, Subsidiaries, Capital Market Instruments	Art. 24/(d)	5,21 %	3,09 %	≤ 49 %
5	Lands Held Idle	Art. 24/(c)	4,63 %	4,24 %	≤ 20 %
6	Participation in the Operating Company	Art. 28/1 (a)	0,00 %	0,00 %	≤ 10 %
7	Borrowing Limit	Art. 31	27,06 %	0,24 %	≤ 500 %
8	Time and Demand Deposits in TL / Foreign Currency	Art. 24/(b)	3,47 %	4,00 %	≤ 10 %
9	All of the money and capital markets in a single investment company Tools	Art. 22/(l)	1,61 %	0,47 %	≤ 10 %



As promulgated by the Communiqué Serial: III, No: 48.1 issued in the Official Newspaper dated 28.05.2013, the Article 24(c) of the “Communiqué on Principles Regarding Real Estate Investment Trusts” states that “The rate of lands and registered lands which are in the portfolio but which, in spite of a period of five years having elapsed from their acquisition, have not been administrated for any project development cannot exceed 20% of the total assets.”As per the financial statements as of 31 December 2022, the ratio of the Company’s plots of land to the total assets is 4,63 % which is a rate that falls within the limit stated in the Communiqué.

Further to the above, the Article 24(a) of the Communiqué Serial: III No: 48.1 on the “Principles Regarding Real Estate Investment Trusts” is stated as follows: “REICs are required to invest in real estate, rights supported by real estate, and real estate projects at a minimum rate of 51% of their portfolio values”. As per the financial statements of 31 December 2022, this rate is 75,50 % and stays within the limits introduced by the Communiqué.

Further, the Article 24(b) of the Communiqué Serial: III No: 48.1 on the “Principles Regarding Real Estate Investment Trusts” is stated as follows: “REICs can invest in the assets stated in Article 22.1(k) and the investments stated in Article 28 of the Communiqué up to a maximum of 49% of the portfolio value.” As per the financial statements of 31 December 2022, this rate is 20,88 % and stays within the limits introduced by the Communiqué.

The article 24 (b) of the said communiqué promulgates that “The companies can invest in time deposit and demand deposits in Turkish Liras or any foreign currency for investment purposes at a maximum rate of 10% of their total assets”. In the 31 December 2022 financial statements, this rate is 3,47 % and stays within the limitation introduced by the Communiqué.

The borrowing limit and the rates of participation in the operating company are also contained within the said limits. There are no other portfolio limitations.

As of 31 December 2022 and 31 December 2021, the information included in the footnote titled “Control of Compliance with Portfolio Limitations”; In accordance with Article 16 of the CMB Serial: II, No: 14.1 “Communiqué on the Principles of Financial Reporting in the Capital Markets”, it is summary information derived from the financial statements and published in the Official Gazette Serial: III, No: 48.1 on 28 May 2013. It has been prepared within the framework of the provisions of the Communiqué on Principles Regarding Investment Trusts and the Communiqué on the Amendment of the Communiqué on Principles Regarding Investment Trusts, Serial: III, No: 48.1a, published in the Official Gazette No: 28891 on 23 January 2014, on the control of compliance with portfolio limitations. Since the information in the table is unconsolidated data, it may not match the information in the consolidated tables.



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**NOTES**

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