

GALATA WIND ENERJİ A.Ş.

REMUNERATION POLICY

1) Purpose

Galata Wind Enerji Inc. (“**Galata Wind**” or “**the Company**”) Compensation Policy; Ensures that our Company provides a fair, transparent, and inclusive compensation model for its employees, board of directors, and senior management; Aligns with our Company’s strategic objectives, sustainability strategies, and the Turkey Sustainability Reporting Standard (“**TSRS**”) 1 “*General Provisions on Disclosure of Financial Information Related to Sustainability*” and TSRS 2 “*Climate-Related Disclosures*”, European Sustainability Reporting Standards (“**ESRS**”) S1 “*Own Workforce*”, and the provisions of the Capital Markets Board (“**CMB**”) II-17.1 “*Corporate Governance Communication*”.

The policy is reviewed annually and updated with the approval of our Company's Board of Directors when deemed necessary.

2) Scope

This Policy applies to the board of directors, senior managers, and all employees. Compensation, variable compensation, fringe benefits, and incentives are covered by this policy. In this policy, the term “*manager*” is used to refer to managers with administrative responsibilities as defined in TSRS 1 and ESRS S1.

3) Compensation Policy for All Employees

A. Our General Compensation Principles

a) Equal Pay for Equal Work: Our company states that individuals performing the same job or work of equal value should receive the same pay, regardless of their gender, race, ethnicity, performance, or other characteristics unrelated to their roles, taking into account market conditions and internal company balances. This principle is considered a fundamental element of equality and fairness in the workplace, and the Company adopts the principle of “equal pay for equal work,” which aims to prohibit wage discrimination and ensure wage equality. The Company implements a fair, non-discriminatory wage policy applicable to all employees.

b) Adaptation to Market Conditions: Wages are determined within the framework of market trends and internal company balances and are reviewed regularly.

c) Performance-Based Remuneration: Performance is considered a fundamental element of remuneration and reward mechanisms. Performance criteria are defined transparently.

d) Inclusion and Diversity: In accordance with our company's “Diversity and Inclusion Policy,” employees are provided with equal opportunities without discrimination based on gender, age, disability, or similar differences.

B. Sustainability-Focused Goals

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a) Sustainability Performance: A compensation policy aligned with our company's sustainability goals is implemented. The salaries of our employees will be determined by our Board of Directors, taking into account equivalent job conditions, the duties and responsibilities they undertake, their experience and critical success indicators, as well as their individual efforts and concrete contributions to our Company's strategy and policies, performance, and Environmental, Social and Governance (ESG) performance.

b) Carbon Reduction Targets: Managers and employees in key positions are also evaluated based on performance criteria that reflect the Company's progress in achieving its carbon emission reduction and energy efficiency targets.

c) Training and Awareness: All employees receive training on sustainability issues, and this training is integrated into employee development programs.

C. Benefits and Incentives

a) Benefits: Employees receive additional benefits such as health insurance, social assistance, and education support based on their titles and levels of responsibility.

b) Performance Bonuses: Performance-based bonuses and reward systems are implemented based on whether the employee's projects and joint teams achieve their goals.

c) Share Ownership Plans: Share ownership programs may be offered to employees to ensure long-term employee loyalty, in accordance with the relevant legislation.

D. Employee Information and Dialogue Platforms

a) Regular Information: Employees are provided with transparent information about the company's financial situation, career opportunities, and salary policies at regular intervals.

b) Dialogue Platforms: All types of feedback from employees are actively sought, and this feedback is taken into account in the process of reviewing and improving policies.

4) Policies for Board Members and Senior Executives

The remuneration system and practices for board members and senior executives are defined under this heading in this Policy.

a) Remuneration of Board Members: Board Members may be paid attendance fees, salaries, bonuses, commissions, and shares of annual profits in accordance with the provisions of Article 394 of the Turkish Commercial Code (“TCC”), provided that the amount is determined by the articles of association or a general assembly resolution. Members of the Board of Directors who are also executives may be offered monthly salaries and fringe benefits in addition to the attendance fees they receive for being members of the Board of Directors.

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b) Remuneration of Independent Members of the Board of Directors: Profit sharing, stock options, or performance-based payment plans are not used in the remuneration of independent members of the Board of Directors. However, care is taken to ensure that the remuneration of Independent Board Members is at a level that preserves their independence.

c) Remuneration of Senior Executives: The remuneration of senior executives consists of two main components: fixed and variable (performance-based) remuneration:

- Fixed remuneration is determined by taking into account criteria such as the Company's financial position, internal balances, international standards, legal obligations, macroeconomic data, remuneration policies applied in the market, level of education, role and responsibilities assumed in the organization, and assessment of professional knowledge, skills, and competencies.

- **Variable (performance-based) compensation** management is based on objective assessments, independent of personal decisions and practices, with the aim of achieving sustainable business goals, encouraging and rewarding high performance, and establishing a goal-oriented performance approach. It is based on the manager's contribution level (performance) to the Company's long-term goals and business strategies, as well as its financial and/or non-financial success, primarily in the areas of environmental, social, and corporate governance. objective evaluations are conducted, independent of personal decisions and practices.

- In addition to fixed and variable remuneration, certain “*fringe benefits*” that are appropriate to market conditions, fair, and competitive may also be provided.

d) Transparency of Board Members' Remuneration: Payments made and benefits provided to board members and senior executives are classified, consolidated, and disclosed to the public in the annual activity report.

5) Duties of the Board of Directors and the Corporate Governance Committee

a) Oversight of Policy: The Corporate Governance Committee determines the principles, criteria, and practices to be used in the remuneration and performance evaluation of board members and senior executives with administrative responsibilities, taking into account the Company's long-term objectives, and is responsible for their oversight.

b) Making Recommendations: It submits its recommendations to the Board of Directors regarding the remuneration to be paid to Board members and senior executives in critical positions, taking into account the degree to which the criteria used in remuneration have been met.

c) Board Self-Assessment: The Board conducts an annual self-assessment of both the Board's and senior executives' performance; it communicates the results to the Corporate Governance Committee for review and preparation of improvement recommendations.

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d) Prevention of Conflicts of Interest: The Company does not lend money to any member of the Board of Directors or managers with administrative responsibilities, does not extend credit to them, does not extend the term of loans or credits already granted, does not improve their terms, does not grant credit under the name of personal credit through a third party, or provide guarantees such as sureties in their favor.

6) Reporting and Compliance

a) ESRS Compliance: The Policy is reported in accordance with ESRS S1 and other relevant standards.

b) Policy Review: The Policy is regularly reviewed based on feedback obtained from reporting processes and updated as necessary.

7) Implementation

The remuneration of Board members and senior executives in accordance with this written Policy is presented to shareholders as a separate item on the agenda of the General Meeting, and shareholders are given the opportunity to express their views on this matter, which are then reflected in the minutes.

This remuneration policy serves as a fundamental guide for providing an employee experience that is aligned with our company's strategic objectives and sustainability principles.

The Policy is published on the Company's corporate website (www.galatawindenerji.com) and is publicly available.

This Policy was approved by the Galata Wind Enerji A.S. Board of Directors on December 12, 2025, under decision number 2025/27. With the entry into force of this Policy, previously published policies are repealed.