CW ENERJİ MÜHENDİSLİK TİCARET VE SANAYİ ANONİM ŞİRKETİ

2025 ANNUAL GENERAL ASSEMBLY MEETING INFORMATION DOCUMENT

1. ADDITIONAL EXPLANATIONS WITHIN THE SCOPE OF CMB REGULATIONS

In accordance with the "Communiqué on Corporate Governance" No. II-17.1 of the Capital Markets Board ("CMB"), additional explanations required to be made that are related to the agenda items are provided below under the respective agenda item, while other mandatory general explanations are presented for your information in this section:

Shareholding Structure and Voting Rights

As of the date of publication of this Information Document, information regarding the total number of shares and voting rights reflecting the shareholding structure of our Company, the number of shares and voting rights representing each share group in the capital, and the nature of the privileges is presented below: Our Company's shares are divided into two groups as Group A and Group B.

Shareholding Structure					
Trade Name/Name and Surname of the Shareholder	**Share Group**	**Share Amount (TL)**	**Total Share in Capital (TL)**	**Share in Capital (%)**	**Voting Right Ratio (%) (%)**
Tarzan Tarık Sarvan	A	215.004.492,70	536.291.458,21	49,74	70,05
	B	321.286.965,51			
Volkan Yılmaz	A	13.723.691,02	22.653.892,41	2,10	3,89
	B	8.930.201,39			
Bulls Portföy Fourth Equity Free Fund (Equity Intensive Fund)	B	134.509.892,90	134.509.892,90	12,47	6,75
Deniz Portföy TTSVY Equity Free Special Fund (Equity Intensive Fund)	B	97.312.630,34	97.312.630,34	9,02	4,88
Other	B	287.522.135,14	287.522.135,14	26,66	14,43
Total	**A+B**	**1.078.290.009,00**	**1.078.290.009,00**	**100,00**	**100,00**

1.1. Privileged Shares

Our Company's capital is divided into two classes of shares as Group (A) and Group (B). In accordance with the Articles of Association, Group (A) shares are granted the privilege to nominate candidates for the Board of Directors and voting privileges at General Assembly meetings. No special rights or privileges are granted to Group (B) shares.

1.2. Management and Operational Changes of Our Company and Our Subsidiaries That Will Significantly Affect Company Operations:

There are no management or operational changes that occurred in the past accounting period or are planned for future accounting periods that would significantly affect our Company's operations. Material disclosures made by our Company within the scope of the relevant legislation can be accessed on the Public Disclosure Platform (KAP) website at www.kap.org.tr and on the Investor Relations page of our website at www.cw-enerji.com..

1.3. Information regarding shareholders' requests to add items to the agenda:

No requests to add items to the agenda or regarding any agenda item were submitted for the Ordinary General Assembly Meeting where the Company's 2025 operations will be discussed.

CW Enerji Mühendislik Ticaret ve Sanayi A.Ş.

Address: AOSB 1.Kısım Mahallesi Atatürk Bulvarı No:20Döşemealtı/ANTALYA

Trade Registry and Number: ANTALYA/64241

Mersis No: 0215041268800001

EXPLANATIONS REGARDING THE AGENDA ITEMS OF THE 2025 ORDINARY GENERAL ASSEMBLY MEETING DATED 28.07.2026

2.1 Opening and Constitution of the Meeting Chairmanship, and a moment of silence

In accordance with the provisions of the "Turkish Commercial Code" (TCC) and the "Regulation on the Principles and Procedures of General Assembly Meetings of Joint Stock Companies and the Ministry Representatives to be Present at These Meetings" (Regulation), a Chairman will be elected to chair the General Assembly Meeting, and the Meeting Chairmanship will be constituted by the Meeting Chairman.

2.2 Authorizing the Meeting Chairmanship to sign the Minutes of the General Assembly Meeting,

In accordance with the provisions of the Turkish Commercial Code No. 6102 ("TCC"), the Regulation on the Principles and Procedures of General Assembly Meetings of Joint Stock Companies and the Ministry of Customs and Trade Representatives to be Present at These Meetings ("Regulation" or "General Assembly Regulation"), and Article 7 of the Internal Directive on the General Assembly, a Meeting Chairman will be elected to chair the General Assembly meeting. At least one Minutes Secretary shall be appointed by the Meeting Chairman in compliance with the Internal Directive on the General Assembly. The Meeting Chairman may also appoint a sufficient number of vote collectors.

2.3 Reading and discussion of the 2025 Annual Activity Report prepared by the Company's Board of Directors,

In accordance with the provisions of the TCC, the Regulation, and the Capital Markets Law regulations, information will be provided regarding the 2025 Annual Activity Report—which has been made available for the review of our shareholders at our Company's headquarters and branches, on MKK's Electronic General Assembly portal (e-GKS), and on our Company's corporate website at www.cw-enerji.com for a period of three weeks prior to the General Assembly meeting, excluding announcement and meeting days—and the Activity Report will be presented for the consideration of our shareholders..

2.4. Reading of the Independent Audit Report Summary for the 2025 fiscal year,

In accordance with the provisions of the Capital Markets Board's relevant legislation, the TCC, and the Regulation, the summary of the Independent Audit Report—which has been made available for the review of our shareholders within the legal period of three (3) weeks prior to the General Assembly Meeting date, excluding announcement and meeting days, at our Company's headquarters, on MKK's electronic general assembly portal (e-GKS), on KAP, and on our Company's corporate website at www.cw-enerji.com—will be read and presented for the information of our shareholders.

2.5. Reading, discussion, and approval of the Financial Statements for the 2025 fiscal year,

In accordance with the provisions of the TCC, the Regulation, and the Capital Markets Law regulations, information will be provided regarding our financial statements—which have been made available for the review of our shareholders at our Company's headquarters and branches, on MKK's Electronic General Assembly portal (e-GKS), and on our Company's corporate website at www.cw-enerji.com for a period of at least three weeks prior to the General Assembly meeting—and they will be presented for the consideration and approval of our shareholders.

2.6. Release of the members of the Board of Directors individually from liability for the Company's 2025 operations,

In accordance with the provisions of the TCC and the Regulation, the individual release of our Board of Directors' members from liability for the Company's 2025 operations, transactions, and accounts will be presented for the approval of the General Assembly.

2.7. Discussion and Resolution of the Proposal of the Board of Directors Regarding the Distribution of Profit for the 2025 Fiscal Year, Prepared in Accordance with the Capital Markets Board Regulations and the Company's Current Profit Distribution Policy,

In accordance with our consolidated financial statements for the 01.01.2025–31.12.2025 fiscal period, prepared in compliance with the provisions of the Capital Markets Board's Communiqué No. II-14.1 on the "Principles of Financial Reporting in Capital Markets" and audited by Yeditepe Bağımsız Denetim ve Yeminli Mali Müşavirlik A.Ş., the net period profit attributable to the equity holders of the parent company is TRY 2,184,831,309 (and the net distributable period profit including donations is TRY 2,190,740,962), while a net period profit of TRY 574,867,622 is recognized in our statutory records prepared in accordance with the non-consolidated provisions of the Tax Procedure Law (V.U.K.).

Taking into account the Turkish Commercial Code, the Capital Markets Legislation, Article 14 of our Articles of Association regarding profit distribution, our publicly disclosed Profit Distribution Policy, and our public offering prospectus; the Board of Directors' proposal dated 01.07.2026 and numbered 2026/020 regarding the distribution of profit for the 2025 fiscal period will be discussed and presented for the approval of our shareholders at the General Assembly.

Out of the net period profit attributable to the equity holders of the parent company amounting to TRY 2,215,087,500—as presented in our audited consolidated financial statements prepared in compliance with the Communiqué No. II-14.1 and based on Turkish Accounting Standards—the general legal reserve amounting to TRY 30,256,191 will be deducted, and donations made during the year amounting to TRY 5,909,653 will be added, resulting in a net distributable period profit including donations of TRY 2,190,740,962. From this amount, the distribution of TRY 571,709,991 as bonus shares (stock dividend)—which is included in the net distributable period profit including donations calculated per capital markets legislation, and which can also be fully covered by the net distributable period profit of **TRY 574,867,622** in the statutory records prepared in accordance with the provisions of the V.U.K.—will be presented for the approval of the general assembly.

2.8. Determination of the attendance fees / monthly salaries to be paid to the Board of Directors members within the scope of the Company's "Remuneration Policy"

In accordance with the provisions of the Turkish Commercial Code and the relevant legislation of the Capital Markets Board, and within the framework of the principles set forth in our Articles of Association and our remuneration policy, the determination of the monthly salaries of the Board of Directors members for the year 2026 will be presented for the approval of our shareholders.

2.9. Election of the Independent Audit Firm recommended by the Board of Directors in accordance with the Turkish Commercial Code and the Capital Markets Board regulations,

In accordance with the Turkish Commercial Code and the Capital Markets Board regulations, at our Board of Directors' meeting dated 30.03.2026 and numbered 2026/013, it was resolved to recommend Varlık Global Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. to audit our Company's financial reports for the 2026 fiscal period and to carry out other activities within the scope of the relevant regulations in these laws, and this election will be presented for the approval of the general assembly.

2.10. Informing the shareholders regarding the donations and aid made by the Company in 2025, and determining an upper limit for the donations and aid that may be made by the Company in 2026,

In accordance with principle no. 1.3.10 of the Corporate Governance Principles, information will be provided to the shareholders at the general assembly meeting regarding the total amount and beneficiaries of all donations and aid made during the year 2025. Within the scope of the relevant provisions of the Capital Markets Law and the Dividend Communiqué, the limit for donations to be made in 2026 will be determined by the general assembly within the framework of the Donation Policy.

2.11. Informing and disclosing to the shareholders, without being subject to a vote and resolution at the General Assembly, in accordance with the Capital Markets Legislation and relevant regulations, whether any collateral, pledges, and mortgages ("CPM") were granted in favor of Company shareholders or third parties during the 01.01.2025–31.12.2025 fiscal period, and whether any benefit was provided thereby,

Pursuant to Article 12 of the CMB's Communiqué on Corporate Governance No. II-17.1, collaterals, pledges, mortgages, and sureties granted by our Company in favor of third parties, as well as the income or benefits derived therefrom, must be included as a separate item on the agenda of the ordinary general assembly meeting, and information regarding this matter is provided in Note 17 of our Financial Statements dated 31.12.2025.

2.12. Granting permission to shareholders holding the management control, members of the Board of Directors, senior executives, and their spouses and relatives by blood or marriage up to the second degree, within the framework of Articles 395 and 396 of the Turkish Commercial Code, and informing the shareholders regarding the transactions carried out within this scope during the year 2025, in accordance with the CMB's Communiqué on Corporate Governance No. II-17.1,

Approval of the General Assembly is required to enable the members of our Board of Directors to conduct transactions within the framework of the first paragraph of Article 395 of the TCC titled "Prohibition of Conducting Transactions with the Company, Prohibition of Borrowing from the Company" and Article 396 titled "Prohibition of Competition".

Pursuant to the mandatory Corporate Governance Principle No. 1.3.6 of the CMB's Communiqué on Corporate Governance; in the event that shareholders holding management control, members of the board of directors, executives with administrative responsibility, or their spouses and relatives by blood or marriage up to the second degree, conduct a significant transaction that may cause a conflict of interest with the corporation or its subsidiaries, and/or conduct a commercial transaction falling within the field of activity of the corporation or its subsidiaries on their own behalf or on behalf of a third party, or join another corporation engaged in the same line of commercial business as a partner with unlimited liability; such transactions shall be included on the general assembly agenda as a separate agenda item in order to provide detailed information on the matter at the general assembly, and shall be recorded in the minutes of the general assembly. Information will be provided to the General Assembly within the scope of the aforementioned corporate governance principle of the Corporate Governance Communiqué.

2.13. Presenting the "Information Security and Usage Policy" of the Company to the information of the General Assembly and its approval, in accordance with the Capital Markets Board regulations,

In accordance with the Capital Markets Board's Communiqué on Information Systems Management and relevant secondary regulations, the "Information Security and Usage Policy"—which was adopted by the Board of Directors' resolution dated 30/12/2025 and numbered 2025/007 in order to fulfill our Company's obligations regarding information systems management, information security, business continuity, and data integrity, and disclosed to the public on our corporate website at www.cw-enerji.com and on the Public Disclosure Platform (KAP)—will be presented for the approval of the General Assembly.

2.14. Presenting the "Sustainability Policy" of the Company to the information of the General Assembly and its approval, in accordance with the Capital Markets Legislation, the Communiqué on Corporate Governance, and the Turkish Sustainability Reporting Standards reporting obligations,

Within the framework of the Capital Markets Legislation, the Communiqué on Corporate Governance, and the TSRS (Turkish Sustainability Reporting Standards) reporting obligations; the "Sustainability Policy"—which was adopted by the Board of Directors' resolution dated 29/12/2025 and numbered 2025/006 in order to determine our Company's approach in environmental, social, and corporate governance (ESG) areas and to effectively execute sustainability practices, and disclosed to the public on our corporate website at www.cw-enerji.com and on the Public Disclosure Platform (KAP)—will be presented for the approval of the General Assembly.

2.15. Approval of the selection of the Independent Audit Firm recommended by the Board of Directors for the purpose of performing the assurance audit of the 2025 activity year sustainability report, within the scope of the Turkish Commercial Code, Capital Markets Legislation, and the Republic of Türkiye Public Oversight, Accounting and Auditing Standards Authority regulations,

In accordance with the Turkish Commercial Code, Capital Markets Legislation, and the Republic of Türkiye Public Oversight, Accounting and Auditing Standards Authority (KGK) regulations; taking into consideration the opinions of the Audit Committee and the Sustainability Committee, it was resolved by our Board of Directors' resolution dated 30.01.2026 and numbered 2026/002 to elect SG Yeminli Mali Müşavirlik ve Bağımsız Denetim A.Ş. as the independent auditor to conduct the assurance audit activities regarding our Company's sustainability report for the 01.01.2025 – 31.12.2025 fiscal period in compliance with the Turkish Sustainability Reporting Standards (TSRS) published by the Public Oversight, Accounting and Auditing Standards Authority, and the said selection will be presented for the approval of the General Assembly.

2.16. Informing the shareholders regarding the Company's Share Buyback Program dated 02.07.2025,

Shareholders will be informed at the General Assembly that the share buyback program, which was initiated by our Board of Directors' resolution dated 02.07.2025 and numbered 2025/027 regarding the buyback of our Company's own shares traded on the stock exchange under the scope of the "Buyback Program," was cancelled without executing any share buyback transactions by our Board of Directors' resolution dated 25.09.2025 and numbered 2025/043, as a result of evaluations made within the framework of current market conditions and cyclical developments.

2.17. Wishes, comments, and closing

EKLER:

APPENDIX-1: 2025 Dividend Distribution Table
APPENDIX-2: Draft Proxy Form

APPENDIX-1: DIVIDEND DISTRIBUTION TABLE

CW ENERJİ MÜHENDİSLİK TİCARET VE SANAYİ A.Ş. DIVIDEND DISTRIBUTION TABLE FOR THE YEAR 2025 (TL)			
1. Paid-in Capital			1.078.290.009
2. General Legal Reserves (As per Turkish GAAP) *			82.858.261
Information on privileges, if any, regarding dividend distribution in accordance with the articles of association			None
		As per IFRS	As per Turkish GAAP
3.	**Profit**	1.149.012.214	625.850.968
4.	**Taxes (-)**	(1.066.075.286)	20.727.155
5.	**Net Profit For the Period (=)**	2.215.087.500	605.123.813
6.	**Previous Years' Losses (-)**		
7.	**General Legal Reserves (-)**	30.256.191	30.256.191
8.	**Net Distributable Profit For The Period**	2.184.831.309	574.867.622
	Dividend Advance Distributed During the Year (-)		
	Distributable Profit/Loss After Dividend Advance	2.184.831.309	574.867.622
9.	**Donations Granted During The Year (+)**	5.909.653	
10.	**Net Distributable Profit Including Donations**	2.190.740.962	
11.	**First Category Dividend For Shareholders**	571.709.991	571.709.991
	- Cash	-	-
	- Share	571.709.991	571.709.991
12.	**Dividends Distributed to the Privileged Shareholders**		
13.	**Other Dividends Distributed**		
	- Employees		
	- Members of the Board of Directors		
	- Non Shareholders		
14.	**Dividends Distributed to the Holders of Usufruct Right Certificates**		
15.	**Second Category Dividend For Shareholders**		
16.	**General Legal Reserves**		
17.	**Status Reserves**		
18.	**Special Reserves**		
19.	**Extraordinary Reserves**	1.613.121.318	3.157.631
20.	**Other Resource Planned for Distribution**		

DIVIDEND DISTRIBUTION TABLE

	Group	Total Dividend Distributed		Total Dividend Distributed / Net Distributable Profit For The Period	Dividend Per Share With A Nominal Value of Try 1.00	
		Cash (TL)	Stock Dividend (TL)	Ratio (%)	Amount (TL)	Ratıo (%)
Net	A	-	121.271.816,27	5,5506261	0,5302006	53,02
	B	-	450.438.174,73	20,6166111	0,5302006	53,02
	Total	**-**	**571.709.991,00**	**26,1672372**	**0,5302006**	**53,02**

* The amount represents the nominal legal reserve. In the statutory records prepared in accordance with the Tax Procedure Law (VUK) following the implementation of inflation accounting, an inflation adjustment difference is also included.

APPENDIX-2 PROXY FORM

PROXY FORM

CW ENERJİ MÜHENDİSLİK TİCARET VE SANAYİ A.Ş.

I hereby appoint ___________________________ as my proxy authorized to represent me, to vote, to make proposals, and to sign the necessary documents in line with the opinions I have indicated below, at the Ordinary General Assembly Meeting of CW Enerji Mühendislik Ticaret ve Sanayi A.Ş. to be held on Tuesday, July 28, 2026, at 14:00 at the address of AOSB 1.Kısım Mahallesi Atatürk Bulvarı No:20 Döşemealtı/Antalya, where the operations for the year 2025 will be discussed.

Proxy's (*);

Full Name / Trade Title:

T.R. Identity No / Tax ID No:

Trade Registry and MERSIS Number:

(*) For proxies of foreign nationality, it is mandatory to submit the equivalents of the aforementioned information, if any.

SCOPE OF REPRESENTATION AUTHORITY

The scope of representation authority must be determined by selecting one of the options (a), (b), or (c) for Sections 1 and 2 provided below.

Regarding the Matters Included in the General Assembly Agenda;

a) The proxy is authorized to vote in line with their own opinion.

b) The proxy is authorized to vote in line with the proposals of the partnership management.

c) The proxy is authorized to vote in line with the instructions specified in the table below.

Instructions

If option (c) is selected by the shareholder, specific instructions per agenda item shall be given by checking one of the options (Accept or Reject) provided next to the relevant General Assembly agenda item, and in the event that the "Reject" option is selected, by stating the dissenting opinion requested to be entered into the minutes of the General Assembly meeting, if any.

Agenda Items (*)	**Accept**	**Reject**	**Dissenting Opinion**
1. Opening, a moment of silence, and constitution of the Meeting Presidency.			
2. Authorization of the Meeting Presidency to sign the Minutes of the General Assembly Meeting.			
3. Reading and discussion of the Annual Report for the year 2025 prepared by the Company's Board of Directors.			

4. Reading of the summary of the Independent Audit Report for the fiscal year 2025.			
5. Reading, discussion, and approval of the Financial Statements for the fiscal year 2025.			
6. Inidividual discharge of the members of the Board of Directors from liability regarding the Company's operations for the year 2025.			
7. Discussion and resolution upon the proposal of the Board of Directors regarding the profit distribution for the fiscal year 2025, prepared within the framework of the Company's current Profit Distribution Policy pursuant to the Capital Markets Board regulations.			
8. Determination of the attendance fees/monthly salaries to be paid to the members of the Board of Directors within the scope of the Company's "Remuneration Policy".			
9. Selection of the Independent Audit Firm proposed by the Board of Directors pursuant to the provisions of the Turkish Commercial Code and Capital Markets Board regulations.			
10. Informing the shareholders regarding the donations and aids made by the Company in 2025, and determining an upper limit for the donations and aids that can be made by the Company in 2026.			
11. Informing and presenting disclosures to the shareholders within the scope of the Capital Markets Legislation on whether any guarantees, pledges, and mortgages ("GPM") were granted in favor of third parties during the fiscal year 01.01.2025–31.12.2025, and whether any benefits were secured thereby.			
12. Granting permission to the shareholders holding management control, members of the Board of Directors, senior executives, and their spouses and relatives by blood and marriage up to the second degree within the framework of Articles 395 and 396 of the Turkish Commercial Code; and informing the shareholders regarding the transactions conducted within this scope during the year 2025 in line with the Corporate Governance Communiqué No. II-17.1 of the CMB.			
13. Presentation of the Company's "Information Security and Usage Policy" to the General Assembly for information and approval pursuant to the Capital Markets Board regulations.			
14. Presentation of the Company's "Sustainability Policy" to the General Assembly for information and approval pursuant to the Capital Markets Legislation, Corporate Governance Communiqué, and reporting obligations of the Turkey Sustainability Reporting Standards.			

15. Approval of the selection of the Independent Audit Firm proposed by the Board of Directors for the execution of the sustainability report assurance audit for the fiscal year 2025, within the scope of the Turkish Commercial Code, Capital Markets Legislation, and regulations of the Public Oversight, Accounting and Auditing Standards Authority of the R.T.			
16. Informing the shareholders regarding our Company's Share Buyback Program dated July 2, 2025.			
17. Wishes, requests, and closing.			

(*) The matters included in the General Assembly agenda are listed individually. If the minority has a separate draft resolution, this is also specified separately to ensure voting by proxy.

1. **Special instruction regarding other matters that may arise during the General Assembly meeting and especially the exercise of minority rights:**

a) The proxy is authorized to vote in line with their own opinion.

b) The proxy is not authorized to represent in these matters.

c) The proxy is authorized to vote in line with the special instructions specified below.

SPECIAL INSTRUCTIONS: Special instructions to be given to the proxy by the shareholder, if any, are specified here.

B) The shareholder specifies the shares they wish the proxy to represent by selecting one of the following options.

I approve the representation of my shares, the details of which are specified below, by the proxy.

Order and series (*):

a) Number/Group ():

b) Quantity-Nominal value:

c) Whether it has voting privileges or not:

ç) Whether it is Bearer or Registered (*):

d) Ratio to the total shares/voting rights owned by the shareholder:

(*) This information is not requested for dematerialized shares.

(**) For dematerialized shares, information regarding the group, if any, will be provided instead of the number.

I approve the representation by the proxy of all of my shares included in the list of shareholders who can attend the General Assembly, prepared by the MKK one day prior to the date of the General Assembly meeting. Of the Shareholder (*);

Name, Surname or Title:

T.R. Identity No/Tax No, Trade Registry and Number, and MERSIS Number:

Address:

(*) For foreign shareholders, the equivalents of the said information, if any, must be submitted.

SIGNATURE