

**Global Yatırım Holding Anonim Şirketi
and its Subsidiaries**
Convenience Translation into English of
Condensed Consolidated Interim
Financial Statements
As At and For the Six-Month Period
Ended 30 June 2023 Together With
Independent Auditor's Review Report
(Originally issued in Turkish)

Global Yatırım Holding Anonim Şirketi and its Subsidiaries

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**CONVENIENCE TRANSLATION INTO ENGLISH OF INDEPENDENT
AUDITOR'S REVIEW REPORT ORIGINALLY ISSUED IN TURKISH**

**REPORT ON REVIEW OF INTERIM CONDENSED CONSOLIDATED
FINANCIAL INFORMATION**

To the Board of Directors of Global Yatırım Holding Anonim Şirketi

Introduction

We have reviewed the accompanying interim condensed consolidated statement of financial position of Global Yatırım Holding Anonim Şirketi (the "Company") and its subsidiaries (the "Group") as of June 30, 2023, and the interim condensed consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and the consolidated statement cash flows for the six-month period then ended, and explanatory notes. Group management is responsible for the preparation and presentation of these interim condensed consolidated financial statements in accordance with Turkish Accounting Standard 34, Interim Financial Reporting ("TAS 34"). Our responsibility is to express a conclusion on these interim condensed consolidated financial statements based on our review.

Scope of review

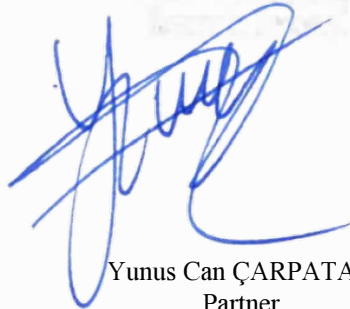
We conducted our review in accordance with the Standard on Review Engagements ("SRE") 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review of interim financial information is substantially less in scope than an audit conducted in accordance with Independent Auditing Standards and the objective of which is to express an opinion on the financial statements. Consequently, a review on the interim financial information does not provide assurance that the audit firm will be aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim condensed consolidated financial statements are not prepared, in all material respects, in accordance with TAS 34.

İstanbul, 17 August 2023

PKF Aday Bağımsız Denetim A.Ş.
(A Member Firm of PKF International)



Yunus Can ÇARPATAN
Partner

GLOBAL YATIRIM HOLDİNG A.Ş. AND ITS SUBSIDIARIES

CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE INTERIM PERIOD ENDED 30 JUNE 2023

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Global Yatırım Holding A.Ş. and its Subsidiaries

Condensed Consolidated Statement of Financial Position as at 30 June 2023

(Currency: Amounts expressed in Turkish Lira ("TL") unless otherwise stated)

		Reviewed	Audited
		30 June	31 December
	Notes	2023	2022
ASSETS			
Current assets		5.523.005.989	5.135.672.295
Cash and cash equivalents	6	2.281.476.174	1.848.734.791
Financial investments	7	392.216.170	379.552.912
Trade receivables		1.172.459.721	1.359.631.962
- Due from third parties	9	1.172.459.721	1.359.631.962
Other receivables		279.856.037	217.913.157
- Due from related parties	5	29.008.161	17.803.902
- Due from third parties	9	250.847.876	200.109.255
Receivables from operations in finance sector		510.944.471	559.911.206
- Due from related parties	5	30.294.600	28.051.696
- Due from third parties	10	480.649.871	531.859.510
Inventories	11	221.375.790	280.608.465
Prepaid expenses	12	487.348.044	338.029.600
Derivative financial instruments		5.580.700	2.332.883
Current tax assets	29	27.195.826	30.564.449
Other current assets		144.553.056	118.392.870
<i>Subtotal</i>		<i>5.523.005.989</i>	<i>5.135.672.295</i>
Non-current assets		26.639.670.378	18.566.106.239
Other receivables		305.389.660	194.799.182
- Due from related parties	5	243.755.577	169.007.539
- Due from third parties		61.634.083	25.791.643
Financial investments	7	4.693.247	5.686.347
Investments accounted for using equity method	17	439.938.842	303.955.016
Investment property	13	2.526.656.748	2.126.335.389
Property, plant and equipment	14	5.570.905.888	4.056.772.208
Right of use assets	15	2.135.849.538	1.569.137.325
Intangible assets and goodwill		15.090.576.042	9.888.932.489
- Goodwill	16	363.514.402	267.446.878
- Other intangible assets	16	14.727.061.640	9.621.485.611
Prepaid expenses	12	181.374.893	118.653.694
Deferred tax asset	29	345.197.440	273.235.299
Other non-current assets		39.088.080	28.599.290
TOTAL ASSETS		32.162.676.367	23.701.778.534

Accompanying notes are an integral part of these condensed consolidated interim financial statements.

Global Yatırım Holding A.Ş. and its Subsidiaries
Condensed Consolidated Statement of Financial Position as at 30 June 2023
(Currency: Amounts expressed in Turkish Lira (“TL”) unless otherwise stated)

		Reviewed	Audited
		30 June	31 December
	Notes	2023	2022
LIABILITIES			
Current liabilities		6.678.235.869	5.500.204.497
Current borrowings	8	2.862.243.042	1.867.287.882
Current portion of non-current borrowings	8	1.630.426.608	1.394.778.074
Trade payables		904.613.565	849.241.543
- Due to third parties	9	904.613.565	849.241.543
Payables related to employee benefits	20	107.682.584	161.016.521
Other payables		298.447.916	275.308.198
- Due to related parties	5	67.561.513	32.648.487
- Due to third parties		230.886.403	242.659.711
Payables on financial sector operations		228.512.666	337.417.647
- Due to third parties	10	228.512.666	337.417.647
Deferred income		13.593.056	4.288.833
Current tax liabilities		39.492.611	94.474.694
Current provisions		379.719.007	299.476.081
- Current provisions for employee benefits	20	32.369.206	42.349.103
- Other current provisions	18	347.349.801	257.126.978
Other current liabilities		213.504.814	216.915.024
<i>Subtotal</i>		<i>6.678.235.869</i>	<i>5.500.204.497</i>
Non-current liabilities		20.298.266.062	13.485.613.906
Non-current borrowings	8	18.108.628.588	11.829.919.233
Other payables		129.543.888	106.409.557
- Due to third parties		129.543.888	106.409.557
Liabilities due to investments accounted for using equity method	17	799.248	870.685
Deferred income		26.621.038	16.535.384
Derivative financial instruments		17.155.885	12.370.315
Non-current provisions		286.802.351	223.140.656
- Non-current provisions for employee benefits	20	43.353.637	42.363.993
- Other non-current provisions	18	243.448.714	180.776.663
Deferred tax liabilities	29	1.728.715.064	1.296.368.076
EQUITY		5.186.174.436	4.715.960.131
Equity attributable to equity holders of the Group		4.230.909.806	3.913.277.693
Paid-in capital	21	650.000.000	650.000.000
Adjustments to share capital	21	34.659.630	34.659.630
Share premium (discount)	21	545.826.059	622.979.749
Other comprehensive income that will not be reclassified in profit or loss		136.688.648	142.907.008
- Increases (decreases) on revaluation of property, plant and equipment		154.855.304	154.855.304
- Losses on remeasurements of defined benefit plans		(18.166.656)	(11.948.296)
Other comprehensive income that will be reclassified in profit or loss		1.216.188.319	1.203.550.281
- Currency translation differences		1.463.304.800	1.395.096.856
- Hedging reserve		(247.116.481)	(191.546.575)
Restricted reserves appropriated from profits	21	119.498.103	11.498.088
Prior years' profits / (losses)		1.215.486.612	75.661.603
Net profit / (loss) for the period		312.562.435	1.172.021.334
Non-controlling interests		955.264.630	802.682.438
TOTAL EQUITY AND LIABILITIES		32.162.676.367	23.701.778.534

Accompanying notes are an integral part of these condensed consolidated interim financial statements.

Global Yatırım Holding A.Ş. and its Subsidiaries
Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income
For the Six-Month Period Ended 30 June 2023
(Currency: Amounts expressed in Turkish Lira (“TL”) unless otherwise stated)

	Notes	Reviewed	Not Reviewed	Reviewed	Not Reviewed
		1 January- 30 June 2023	1 April- 30 June 2023	1 January- 30 June 2022	1 April- 30 June 2022
PROFIT OR LOSS					
Revenue	22	3.882.192.390	1.999.929.775	2.719.048.316	1.721.185.120
Cost of revenues (-)	22	(2.719.092.820)	(1.236.932.996)	(2.069.963.384)	(1.216.972.001)
Gross profit from trade operations		1.163.099.570	762.996.779	649.084.932	504.213.119
Revenues from finance operations	22	311.631.284	137.726.159	136.233.103	73.178.808
Cost of revenues from finance operations (-)	22	(11.530.410)	(7.475.824)	(4.089.718)	(2.400.168)
Gross profit from operations in finance sector		300.100.874	130.250.335	132.143.385	70.778.640
GROSS PROFIT		1.463.200.444	893.247.114	781.228.317	574.991.759
Marketing expenses (-)	23	(170.708.114)	(82.758.931)	(106.154.658)	(52.572.976)
General administrative expenses (-)	23	(612.801.361)	(321.954.662)	(315.831.316)	(153.417.844)
Other income from operating activities	25	60.090.119	35.841.627	29.265.602	8.246.660
Other expense from operating activities (-)	25	(222.099.015)	(125.828.046)	(80.505.797)	(32.355.632)
OPERATING PROFIT / (LOSS)		517.682.073	398.547.102	308.002.148	344.891.967
Income from investing activities		433.062.180	51.201.132	183.120.955	32.871.884
Share of profit/(loss) of equity accounted investees		69.623.500	44.459.033	4.478.454	2.819.033
Impairment gain/(loss) and reversal of impairment losses determined in accordance with TFRS 9	9	(17.630.352)	(9.291.573)	(8.324.836)	(2.356.581)
PROFIT/(LOSS) BEFORE FINANCE INCOME/(COSTS)		1.002.737.401	484.915.694	487.276.721	378.226.303
Finance income	26	528.087.285	380.416.436	109.793.206	38.617.818
Finance costs (-)	27	(897.240.437)	(540.036.452)	(436.329.919)	(285.682.198)
PROFIT/(LOSS) BEFORE TAX		633.584.249	325.295.678	160.740.008	131.161.923
Tax income/(expense)		(96.792.529)	(46.304.691)	(87.492.418)	(60.360.284)
- Current tax income/(expense)	29	(62.850.433)	(35.190.709)	(67.238.147)	(50.258.433)
- Deferred tax income/(expense)	29	(33.942.096)	(11.113.982)	(20.254.271)	(10.101.851)
PROFIT/(LOSS) FROM CONTINUING OPERATIONS		536.791.720	278.990.987	73.247.590	70.801.639
PROFIT/(LOSS) FOR THE PERIOD		536.791.720	278.990.987	73.247.590	70.801.639
Profit/(Loss) for the period attributable to		536.791.720	278.990.987	73.247.590	70.801.639
-Non controlling interests		224.229.285	203.253.434	(8.070.666)	66.325.209
-Owners of the company	28	312.562.435	75.737.553	81.318.256	4.476.430
Earnings/(Loss) per share from continuing operations	28	0,4809	0,1165	0,1251	0,0069
Diluted earnings/(loss) per share from continuing operations	28	0,4809	0,1165	0,1251	0,0069
OTHER COMPREHENSIVE INCOME/(EXPENSE)					
Items not to be reclassified to profit or loss		(6.218.360)	(5.683.506)	155.044.596	(153.169)
Losses on remeasurements of defined benefit plans, after tax		(6.218.360)	(5.683.506)	189.292	(153.169)
Gains (Losses) on revaluation of property, plant and equipment, after tax		-	-	154.855.304	-
Items to be reclassified to profit or loss		63.244.815	80.739.994	(41.346.649)	(13.106.800)
Currency translation differences		118.814.721	135.604.874	(20.238.810)	2.622.885
Other components of other comprehensive income / (expense) to be reclassified to other profit or loss		(55.569.906)	(54.864.880)	(21.107.839)	(15.729.685)
OTHER COMPREHENSIVE INCOME / (EXPENSE)		57.026.455	75.056.488	113.697.947	(13.259.969)
TOTAL COMPREHENSIVE INCOME / (EXPENSE)		593.818.175	354.047.475	186.945.537	57.541.670
Total comprehensive income / (expense) attributable to		593.818.175	354.047.475	186.945.537	57.541.670
Non-controlling interests		274.836.062	259.680.189	(163.174.976)	34.097.028
Owners of the Company		318.982.113	94.367.286	350.120.513	23.444.642

Accompanying notes are an integral part of these condensed consolidated interim financial statements.

Global Yatırım Holding A.Ş. and its Subsidiaries

Condensed Consolidated Statement of Changes in Shareholders' Equity for the Six-Month Period Ended 30 June 2023

(Currency: Amounts expressed in Turkish Lira ("TL") unless otherwise stated)

	Paid-in capital	Adjustments to share capital	Share premiums or discounts	Other accumulated comprehensive income/expense not to be reclassified to profit or loss			Other accumulated comprehensive income/expense to be reclassified to profit or loss		Restricted reserves appropriated from profits	Retained earnings		Equity attributable to the owners of the Company	Non-controlling interest	Total
				Gains (losses) on remeasurements of defined benefit plans	Increases (decreases) on revaluation of property, plant and equipment	Other reserves of other gains (losses)	Hedging reserve	Currency translation differences		Net profit / (loss) for the period	Prior years' profits or losses			
Balance at 1 January 2022	650.000.000	34.659.630	519.656.862	(5.165.119)	-	3.584.428	(192.984.438)	1.017.162.385	3.743.204	(111.147.055)	(30.345.570)	1.889.164.327	584.781.557	2.473.945.884
Other comprehensive income/(expense)	-	-	-	189.292	154.855.304	-	(21.107.839)	134.865.500	-	-	-	268.802.257	(155.104.310)	113.697.947
Profit (loss) for the period	-	-	-	-	-	-	-	-	-	81.318.256	-	81.318.256	(8.070.666)	73.247.590
Increase (decrease) due to other changes	-	-	(1.078.794)	-	-	-	-	-	1.766.640	-	-	687.846	-	687.846
Increase (decrease) due to changes in ownership interests in subsidiaries without change in control	-	-	111.651.454	(119.985)	-	-	27.765.293	(106.352.319)	-	-	231.117.775	264.062.218	166.087.847	430.150.065
Dividends paid	-	-	-	-	-	-	-	-	8.020.564	-	(8.020.564)	-	(16.503.860)	(16.503.860)
Transfers	-	-	-	-	-	-	-	-	-	111.147.055	(111.147.055)	-	-	-
Balance at 30 June 2022	650.000.000	34.659.630	630.229.522	(5.095.812)	154.855.304	3.584.428	(186.326.984)	1.045.675.566	13.530.408	81.318.256	81.604.586	2.504.034.904	571.190.568	3.075.225.472
Balance at 1 January 2023	650.000.000	34.659.630	622.979.749	(11.948.296)	154.855.304	-	(191.546.575)	1.395.096.856	11.498.088	1.172.021.334	75.661.603	3.913.277.693	802.682.438	4.715.960.131
Other comprehensive income/(expense)	-	-	-	(6.218.360)	-	-	(55.569.906)	68.207.944	-	-	-	6.419.678	50.606.777	57.026.455
Profit (loss) for the period	-	-	-	-	-	-	-	-	-	312.562.435	-	312.562.435	224.229.285	536.791.720
Increase (decrease) through other changes	-	-	(75.803.690)	-	-	-	-	-	(4.696.310)	-	80.500.000	-	-	-
Increase (decrease) due to changes in ownership interests in subsidiaries without change in control	-	-	(1.350.000)	-	-	-	-	-	1.631.483	-	(1.631.483)	(1.350.000)	-	(1.350.000)
Dividends paid	-	-	-	-	-	-	-	-	111.064.842	-	(111.064.842)	-	(122.253.870)	(122.253.870)
Transfers	-	-	-	-	-	-	-	-	-	(1.172.021.334)	1.172.021.334	-	-	-
Balance at 30 June 2023	650.000.000	34.659.630	545.826.059	(18.166.656)	154.855.304	-	(247.116.481)	1.463.304.800	119,498.103	312,562,435	1,215,486,612	4,230,909,806	955,264,630	5,186,174,436

Detailed explanations related to equity items and transactions are presented in Note 21.

Accompanying notes are an integral part of these condensed consolidated interim financial statements.

Global Yatırım Holding A.Ş. and its Subsidiaries

Condensed Consolidated Statement of Cash Flows for the Six-Month Period Ended 30 June 2023

(Currency: Amounts expressed in Turkish Lira (“TL”) unless otherwise stated)

	Notes	Reviewed	Reviewed
		1 January- 30 June 2023	1 January- 30 June 2022
Profit / (loss) for the period		536.791.720	73.247.590
Profit / (loss) from Continuing Operations		536.791.720	73.247.590
Adjustments for depreciation and amortisation expense	24	464.951.188	339.430.773
Adjustments for / (reversal of) provisions related with employee benefits		17.400.785	7.943.021
Adjustments for / (reversal of) other provisions		9.385.497	21.864.334
Adjustments for undistributed profits / (loss) of investments accounted for using equity method		(69.623.500)	(4.478.454)
Adjustments for interest income		(287.351.263)	(52.103.415)
Adjustments for interest expense		475.115.004	225.598.257
Adjustments for fair value (gains) / losses on derivative financial instruments		(5.580.700)	1.899.444
Adjustments for tax (income) / expenses	29	96.792.529	87.492.418
Adjustments for unrealised foreign exchange losses / (gains)		728.842.514	280.817.936
Adjustments for losses / (gains) on disposal of property, plant and equipment		(11.352.873)	(5.056.296)
Adjustments for impairment loss / (reversal of impairment loss)	25	-	10.178.735
Adjustments for fair value losses / (gains) of investment property	13	(359.915.995)	(143.260.000)
Financial assets valuation gain		(61.793.194)	(23.303.034)
Other adjustments to reconcile profit (loss) / gain		80.337.030	25.230.081
Adjustments to reconcile profit / (loss) for the period		1.613.998.742	845.501.390
Decrease / (increase) in financial sector receivables		51.209.639	48.832.185
Decrease / (increase) in trade receivables from third parties related with operations		185.242.139	(442.423.775)
Adjustments for increase / (decrease) in inventories		59.232.675	(18.902.538)
Increase / (decrease) in trade payables to third parties		55.372.022	342.204.347
Increase / (decrease) in payables to finance sector operations		(108.904.981)	(8.823.256)
Increase / (decrease) in employee benefit liabilities		(53.333.937)	(28.859.339)
Increase / (decrease) in deferred income		19.389.877	39.747.438
Decrease / (increase) in other assets related with operations		(369.561.833)	(160.586.178)
Increase / (decrease) in other liabilities related with operations		(31.525.331)	30.107.423
Interest paid		(7.935.875)	(2.150.449)
Interest received		88.022.656	26.326.488
Payments related with provisions for employee benefits	20	(26.218.561)	(1.139.847)
Income taxes refund / (payments)		(91.139.796)	(40.051.882)
Cash Flows from Operating Activities		1.383.847.436	629.782.007
Proceeds from sales of property, plant and equipment		14.428.348	6.856.942
Proceeds from sales of intangible assets		9.012.272	-
Acquisition of property, plant and equipment	14	(312.344.487)	(111.388.106)
Acquisition of intangible assets	16	(1.388.791.396)	(587.153.214)
Cash outflows from acquisition of investment property	13	(45.627.032)	(5.644.821)
Other payments from cash advances and payables		(143.674.386)	(165.578.269)
Cash inflows from sale of shares of subsidiaries that doesn't cause loss of control		-	442.025.136
Decrease / (increase) in financial investments		72.469.845	(158.509.437)
Cash flows used in investing activities		(1.794.526.836)	(579.391.769)
Proceeds from borrowings	8	2.464.664.551	1.923.427.445
Proceeds from issue of debt instruments	8	3.380.846.382	258.822.133
Repayments of borrowings	8	(1.808.891.155)	(1.778.038.902)
Repayments of issued debt instruments	8	(2.920.812.092)	(364.991.988)
Increase / (decrease) in other payables to related parties		34.710.576	277.447.066
Dividends paid		(122.253.870)	(16.503.860)
Interest received		199.328.607	25.776.927
Interest paid		(561.725.385)	(291.559.577)
Payments of lease liabilities	8	(47.955.192)	(43.723.812)
Other cash inflows / (outflows)		(270.249.379)	(73.131.105)
Cash flows from financing activities		347.663.043	(82.475.673)
Net increase / (decrease) in cash and cash equivalents before the effects of foreign currency differences		(63.016.357)	(32.085.435)
Effects of foreign currency differences on cash and cash equivalents		299.009.013	249.279.518
Net increase / (decrease) in cash and cash equivalents		235.992.656	217.194.083
Cash and cash equivalents at the beginning of the period	6	1.501.431.724	1.232.698.823
Cash and cash equivalents at the end of the period	6	1.737.424.380	1.449.892.906

Accompanying notes are an integral part of these condensed consolidated interim financial statements.

Global Yatırım Holding A.Ş. And its Subsidiaries

Notes to the Condensed Consolidated Financial Statements for the Six-Month Period Ended 30 June 2023

(Currency: Amounts expressed in Turkish Lira (“TL”) unless otherwise stated)

1 ORGANIZATION AND NATURE OF BUSINESS

Global Yatırım Holding A.Ş. (“the Company”, or “Holding”) was established in 1990 with the trade name Global Menkul Değerler A.Ş. as a brokerage company in İstanbul, Turkey. On 6 October 2004, the Company changed its trade name to Global Yatırım Holding A.Ş and its field of activity to restructure itself as a holding company. As part of its restructuring, on 2 October 2004, a new company, named Global Menkul Değerler A.Ş. was established by through a partial de-merger in accordance with under Turkish legislation law and 99,99% of its shares were owned by the Company. All of the Company's brokerage activities were transferred to this new company. The main operation of the Company's primary purpose is to participate invest in the capital and participate in the management of companies that operate or will operate in the fields of brokerage and asset management (formerly named as “financial services”), energy generation, natural gas, mining (formerly named as “naturel gas/mining/energy generation”) , port operations (formerly named as “infrastructure”) and real estate development sectors, and to minimize the volatility of its investments against economic fluctuations by handling managing the capital expenditure, financing, organization and administration of those its investment companies within portfolio, while contributing to such companies the achievement of sustainable growth and ensuring the going concern of those such companies to the benefit of the national economy, and to engage in commercial, industrial and financial activities in line with these goals.

Global Yatırım Holding (parent company), its subsidiaries, its joint ventures and its associates are together referred to as “the Group”. As at 30 June 2023, the number of employees of the Group is 1.582 (31 December 2022: 1.510).

The Group is registered with the Capital Market Board (“CMB”) and its shares have been traded on the Borsa İstanbul (“BIST”) since May 1995 (from May 1995 to 1 October 2004, the Company traded as “Global Menkul Değerler A.Ş.”).

The registered office of the Company is “Esentepe Mahallesi Büyükdere Caddesi 193 Apt Blok No: 193/2 34394 Şişli/İstanbul”.

99,99% of the shares of the Company are listed on the BIST.

The Company’s shareholding structure is presented in Note 21.

Global Yatırım Holding A.Ş. And its Subsidiaries

Notes to the Condensed Consolidated Financial Statements for the Six-Month Period Ended 30 June 2023

(Currency: Amounts expressed in Turkish Lira (“TL”) unless otherwise stated)

1 ORGANIZATION AND NATURE OF BUSINESS (continued)

The nature of the operations and the locations of the subsidiaries, and equity accounted investees of the Group are listed below:

(a) Subsidiaries

<u>Subsidiaries</u>	<u>Location</u>	<u>Operations</u>
Global Ports Holding B.V. (1)	Netherlands	Port Investments
Global Ports Holding Plc (1)	United Kingdom	Port Investments
Global Ports Europe B.V. (“Global BV”)	Netherlands	Port Investments
Global Ports Netherlands B.V.	Netherlands	Port Investments
Global Liman İşletmeleri A.Ş. (“Global Liman”)	Turkey	Port Investments
Ege Liman İşletmeleri A.Ş. (“Ege Liman”) (2)	Turkey	Port Operations
Bodrum Yolcu Limanı İşletmeleri A.Ş. (“Bodrum Liman”) (2)	Turkey	Port Operations
Port of Adria (“Bar Limanı”) (2)	Montenegro	Port Operations
Cruceros Malaga, S.A (“Malaga Cruise Port”) (3)	Spain	Port Operations
Global Ports Melita Ltd. (“GP Melita”)	Malta	Port Operations
Valetta Cruise Port PLC (“VCP”) (4)	Malta	Port Operations
Creuers del Port de Barcelona, S.A. (“Barcelona Port”) (3)	Spain	Port Operations
Barcelona Port Investments, S.L (“BPI”) (3)	Spain	Port Operations
Port Operation Holding S.r.l (5)(2)	Italy	Port Operations
Cagliari Terminali Passeggeri S.r.l. (5)	Italy	Port Operations
Catania Terminali Passeggeri S.r.l. (5)	Italy	Port Operations
Zadar International Port Operations (“ZIPO”) (12)	Croatia	Port Operations
Travel Shopping Limited	Malta	Tourism Operations
Global Ports Mediterranean S.L. (“GP Med”)	Spain	Tourism Operations
GPH Antigua Ltd. (“Antigua”) (18)	Antigua and Barbuda	Port Operations
Nassau Cruise Port Ltd. (“NCP”) (19)	Bahamas	Port Operations
GPH Americas Ltd.	Bahamas	Port Investments
GPH Bahamas Ltd. (“GPH Bahamas”)	Bahamas	Port Investments
Global Ports Destination Services Ltd.	United Kingdom	Port Services
Global Depolama A.Ş. (2)	Turkey	Storage
Balearic Handling S.L.A.	Spain	Port Services
Shore Handling S.L.A.	Spain	Port Services
Port Management Services S.L.	Spain	Port Operations
Port Finance Investments Limited	United Kingdom	General Corporate Transaction
Taranto Cruise Port S.r.l	Italy	Port Services
Global Ports Canary Islands S.L.	Spain	Port Services
Global Ports Alicante S.L.	Spain	Port Services
Global Ports Services Med	Spain	Port Services
Port Operations Services Ltd.	Cyprus	Port Operations
GPH Barbados Ltd.	Barbados	Port Management
GPH Cruise Port Finance Ltd. (“GPH CPF”)	United Kingdom	Port Investments
GPH Kalundborg ApS	Denmark	Port Operations
Crotone Cruise Port S.r.l (Crotone Cruise Port, Italy)	Italy	Port Operations
Global Ports Tarragona S.L.	Spain	Port Operations
GPH Malta Finance PLC	Malta	General Corporate Transaction
Prince Rupert Cruise Terminal LTD	Canada	Port Operations
Global Gemicilik Turizm, Seyahat ve Nakliyat Hizmetleri A.Ş. (“Global Gemicilik”)	Turkey	Maritime Investments
Consus Enerji İşletmeciliği ve Hizmetleri A.Ş. (“Consus Enerji”) (7) (21)	Turkey	Energy Investments
Tres Enerji Hizmetleri Sanayi ve Ticaret A.Ş (“Tres Enerji”) (7)	Turkey	Energy Generation
Mavibayrak Enerji Üretim. A.Ş. (“Mavi Bayrak”) (7)	Turkey	Energy Generation
Mavibayrak Doğu Enerji Üretim A.Ş. (7) (8)	Turkey	Energy Generation
Doğal Enerji Hizmetleri ve San.Tic. A.Ş. (“Doğal Enerji”) (7)	Turkey	Electricity Generation
Consus Energy Europe B.V.	Netherlands	Energy Investments
Global Africa Power Investments (9)	Mauritius	Energy Generation
Glowi Energy Investments Limited (9)	Malawi	Energy Investments
Glozania Energy Investments Limited (9)	Tanzania	Energy Investments
Barsolar D.O.O.	Montenegro	Energy Generation
Ra Güneş Enerjisi Üretim San. ve Tic. A.Ş. (“Ra Güneş”) (6) (7)	Turkey	Electricity Generation
Naturelgaz Sanayi ve Tic. A.Ş. (“Naturelgaz”) (20)	Turkey	Compressed Natural Gas Sales
Naturelgaz Gaz İletim A.Ş.	Turkey	Natural Gas and Petroleum Products Transportation
Straton Maden Yatırımları ve İşletmeciliği A.Ş. (“Straton”)	Turkey	Mining
Tenera Enerji Tic. A.Ş. (“Tenera”) (7)	Turkey	Electricity and Natural Gas Trade

Global Yatırım Holding A.Ş. And its Subsidiaries

Notes to the Condensed Consolidated Financial Statements for the Six-Month Period Ended 30 June 2023

(Currency: Amounts expressed in Turkish Lira (“TL”) unless otherwise stated)

1 ORGANIZATION AND NATURE OF BUSINESS (continued)

(a) Subsidiaries: (continued)

<u>Subsidiaries</u>	<u>Location</u>	<u>Operations</u>
Edusa Atık Bertaraf Geri Kazanım ve Depolama San. ve Tic. A.Ş. (“Edusa Atık”) (9)	Turkey	Energy Generation
Solis Enerji Üretim ve Ticaret A.Ş.	Turkey	Energy Generation
Dağören Enerji A.Ş. (“Dağören”) (7)	Turkey	Electricity Generation
Ardus Gayrimenkul Yatırımları A.Ş. (10)	Turkey	Real Estate Investments
Global Ticari Emlak Yatırımları A.Ş. (11)	Turkey	Real Estate Investments
Rıhtım51 Gayrimenkul Yatırımları A.Ş.	Turkey	Real Estate Investments
Global Menkul Değerler A.Ş. (“Global Menkul”) (13)	Turkey	Brokerage
Global MD Portföy Yönetimi A.Ş. (14)	Turkey	Portfolio Management
İstanbul Portföy Yönetimi A.Ş.	Turkey	Portfolio Management
Global Sigorta Aracılık Hizmetleri A.Ş. (“Global Sigorta”)	Turkey	Insurance Agency
Güney Maden İşletmeleri A.Ş. (“Güney”)	Turkey	Mining
Tora Yayıncılık A.Ş. (“Tora”)	Turkey	Publishing
Sem Yayıncılık A.Ş. (“Sem”) (15)	Turkey	Publishing
Maya Turizm Ltd. (“Maya Turizm”) (16)	Cyprus	Tourism Investments
Adonia Shipping Limited	Malta	Ship Management
Vespa Enterprises (Malta) Ltd. (“Vespa”)	Malta	Tourism Investments
Aristaeus Limited	Malta	Financial Investments
GFS Holding A.Ş. (17)	Turkey	Administrative Consultancy
Rainbow Tech Ventures Limited	Malta	Technology Investments
Rainbow Destination Development Services Ltd.	Bahamas	Consultancy
Rainbow Holdings Worldwide Limited	United Kingdom	Technology Investments

(1) On 11 May 2017, the Group has completed the initial public offering (“IPO”) of its ordinary shares and is trading on the main market of the London Stock Exchange. Global Ports Holding Plc, the company which shares is started to be trading on the London Stock Exchange is owned by Global Ports Holding B.V (89,16% ownership and 49.038.000 shares) (a wholly subsidiary of the Global Yatırım Holding) and European Bank for Reconstruction and Development (“EBRD”) (10,84% ownership and 5.962.000 shares). Together with the additional shares sale option, 10.967.532 shares have been sold by the Group in IPO and continue to own 60,60% of shares. As at 30 June 2023 the Company continues to own 63,55% of shares of Global Ports Holding Plc indirectly (31 December 2022: 63,55%).

(2) These companies are consolidated under Global Liman.

Global Yatırım Holding A.Ş. And its Subsidiaries

Notes to the Condensed Consolidated Financial Statements for the Six-Month Period Ended 30 June 2023

(Currency: Amounts expressed in Turkish Lira (“TL”) unless otherwise stated)

1 ORGANIZATION AND NATURE OF BUSINESS (continued)

(a) Subsidiaries (continued):

- (3) Global Liman acquired 43% of shares Creuers del Port de Barcelona S.A (“Barcelona Port”) which has majority shares of Malaga Cruise Port and minority shares of Singapore Cruise Port through Barcelona Port Investments, S.L (“BPI”) established in partnership with Royal Caribbean Cruises Ltd. and recognized the transaction as equity accounted investee in the consolidated financial statements as at 31 December 2013. These companies have been consolidated as subsidiaries after the acquisition processes completed as 30 September 2015.
- (4) The Group has acquired 55,60% of shares of VCP on 15 November 2015 and has started to include in the scope of consolidation as of 31 December 2015. VCP was set up to develop the Valletta Waterfront, situated on the Grand Harbour, Malta, for the purpose of the operation and management of a cruise liner passenger terminal and an international ferry passenger terminal together with complementary leisure facilities. VCP is also responsible for the handling of international cruise and ferry passengers and was granted a license by the Malta Maritime Authority. The concession will end in 2067.
- (5) Global Liman has acquired 51% shares of Ravenna Terminali Passeggeri S.r.l (operating Ravenna Passenger Port), 71% shares of Cagliari Terminali Passeggeri S.r.l (operating Cagliari Passenger Port) and 62% shares of Catania Terminali Passeggeri S.r.l (operating Catania Passenger Port) in 2016, through Port Operation Holding S.r.l, a subsidiary of the Global Liman with 100% shareholding rate.
- (6) This company was established in 27 November 2012 and consolidated to Consus Enerji.
- (7) Consus Enerji İşletmeciliği ve Hizmetleri A.Ş. was established on 28 August 2014. Subsidiaries of the Group operating in electricity generation, energy generation and cogeneration are consolidated to Consus Enerji as at reporting date.
- (8) Mavi Bayrak Doğu Enerji Üretim A.Ş. was established 9 April 2015 to operate in energy generation sector and consolidated to Consus Enerji.
- (9) These companies were established for the purpose of the Group’s energy investment.
- (10) This company has been established on 30 December 2016 through a partial division to coordinate real estate projects under one entity.
- (11) This company was established on 20 August 2014 to operate in real estate investment sector.

Global Yatırım Holding A.Ş. And its Subsidiaries

Notes to the Condensed Consolidated Financial Statements for the Six-Month Period Ended 30 June 2023

(Currency: Amounts expressed in Turkish Lira ("TL") unless otherwise stated)

1 ORGANIZATION AND NATURE OF BUSINESS (continued)

(a) Subsidiaries (continued):

- (12) Zadar International Port Operations ("ZIPO") a subsidiary of the Global Liman with 100% shareholding rate, was established in Zadar (Croatia) for attending to tender for concession of Gazenica cruise port operation rights. ZIPO has signed a 20-year concession agreement ("the Agreement") dated 12 September 2018, with the Port Authority of Zadar for the operating rights of the Gazenica cruise port in Zadar, Croatia. The concession includes cruise ship passenger port and terminal services, an international ferry terminal, Ro-Ro services, vehicles and passenger services. The cruise ports infrastructure includes a maximum draft of 13m and 1.170m of total pier length, accommodating ships of any sizes. It also contains a commercial area of 2.400sqm, with leasable retail and office space.
- (13) The Group's effective ownership rate in this company decreased to 76,85% as at 31 December 2011 as a result of the sale of its shares in 2011 through an initial public offering and direct sale and subsequent purchase of some of its publicly traded shares. As at 30 June 2023, the Group's effective ownership rate in this company is 75% (31 December 2022: 75%).
- (14) This company is consolidated to Global Menkul Değerler A.Ş.
- (15) This company is consolidated to Tora.
- (16) This company is a joint venture of Vespa and consolidated to the Group.
- (17) GYH Danışmanlık ve Yönetim Hizmetleri A.Ş., subsidiary of the Group with a 100% shareholding rate (the controlling shareholder of Global Menkul Değerler A.Ş. and İstanbul Portföy Yönetimi A.Ş.) has been restructured as a Holding Company. Its trade name has been amended as GFS Holding A.Ş. and trade registry process has been completed.
- (18) GPH Antigua was established in Antigua and Barbuda for signing the concession agreement of St John's cruise terminal port operation rights. GPH Antigua has signed a 25-year concession agreement ("the Agreement"), with the Government of Antigua and Barbuda for the operating rights of the St John's cruise terminal in Antigua. Under the terms of the Agreement, GPH will from 23 October 2019, use its global expertise and operating model to manage all the cruise port operations at St John's cruise terminal over the life of the concession. The concession includes cruise ship passenger port and terminal services, as well as an enhancement investment in the Terminal area, to modernize the terminal. After completion of CAPEX, the terminal will have 2.400sqm, with leasable retail spaces.

Global Yatırım Holding A.Ş. And its Subsidiaries

Notes to the Condensed Consolidated Financial Statements for the Six-Month Period Ended 30 June 2023

(Currency: Amounts expressed in Turkish Lira (“TL”) unless otherwise stated)

1 ORGANIZATION AND NATURE OF BUSINESS (continued)

(a) Subsidiaries (continued):

- (19) NCP was established in Nassau (Bahamas) for signing of Port Operation and Lease Agreement (“POLA”) with respect to the Nassau Cruise Port at Prince George wharf. GPH Bahamas, a wholly owned subsidiary of GPH Plc, owns a 49% equity interest in NCP, Bahamian Investment Fund “BIF” (a Company established by Bahamian authorities for arrangement of financing of the project) holds 49% shares, and YES Foundation (a charitable fund dedicated to empowering generations of Bahamians by supporting local youth, education, and sports-related programs) holds remaining 2% shares of NCP. NCP has signed a 25-year agreement (“the Agreement”) from the end of construction completion, with the Government of Bahamas (“GoB”) for the operating rights of the Prince George wharf in Nassau, Bahamas, starting from 11 November 2019. Under the terms of the Agreement, NCP has an obligation to perform capital investments which include Cruise Terminal for an iconic design respecting and reflecting the richness and uniqueness of the traditional Bahamian culture. The concession includes cruise ship passenger port and terminal services. It will also contain a commercial area, after completion of CAPEX, with leasable retail and office space.
- (20) The application for initial public offering (“IPO”) of Naturelgaz, subsidiary of the Company, was approved by Capital Markets Board on 18 March 2021. Naturelgaz has successfully completed the IPO process on 31 March 2021. The offering comprised from issuance of new ordinary shares and sale of existing shares. Naturelgaz issued 14.981.406 new shares, increasing the total number of shares issued from 100.018.594 to 115.000.000. In addition, GYH sold 19.518.594 existing shares. After the IPO completed on 31 March 2021, GYH remains the largest shareholder of Naturelgaz with 70% (30 June 2023: 70%).
- (21) The initial public offering (“IPO”) of Consus Enerji İşletmeciliği ve Hizmetleri A.Ş., 100% subsidiary of the Company, has been successfully completed and it started to be traded in BIST with the base price of TL 4.50 / share, “CONSE.E” code, and continuous trading method as of 20 April 2022.

The offering comprised from issuance of new ordinary shares and sale of existing shares with fixed price and equal distribution sale. Consus Enerji issued 52.500.000 new shares, increasing the total number of shares issued from 333.000.000 to 385.500.000. In addition, GYH sold 63.000.000 shares with nominal value of TL 63.000.000. As a result, 115.500.000 shares with nominal value of 115.500.000 were offered to public. Detailed information related to IPO is presented in Note 21.8.

Global Yatırım Holding A.Ş. And its Subsidiaries

Notes to the Condensed Consolidated Financial Statements for the Six-Month Period Ended 30 June 2023

(Currency: Amounts expressed in Turkish Lira (“TL”) unless otherwise stated)

1 ORGANIZATION AND NATURE OF BUSINESS (continued)

(b) Equity Accounted Investees

<u>Investments in associates</u>	<u>Location</u>	<u>Operations</u>
IEG Global Kurumsal Finansman Danışmanlık A.Ş. (“IEG”) (1)	Turkey	Corporate Finance Consulting
LCT- Lisbon Cruise Terminals, LDA (“Port of Lisbon”) (2)	Portugal	Port Operations
SATS-Creuers Cruise Services Pte. Ltd. (“Port of Singapore”) (3)	Singapore	Port Operations
Venezia Investimenti Srl (4)	Italy	Port Operations
La Spezia Cruise Facility S.c.a.r.l (5)	Italy	Port Operations
Goulette Cruise Holding Ltd. (UK) (“Goulette”) (6)	United Kingdom	Port Investments
Pelican Peak Investment Inc (7)	Canada	Tourism Investments
1121438 B.C. LTD	Canada	Tourism Investments
Vigo Atlantic Cruise Terminal S.L.	Spain	Port Operations

(1) This company has been established on 17 May 2011 with a 50% - 50% shareholding structure by Global Menkul, a subsidiary of the Group, and IEG (Deutschland) GmbH, as a prominent company in corporate finance sector in Europe.

(2) The Group has entered into the concession agreement of Lisbon Cruise Terminals within the framework of a public-service concession on 18 July 2014 as a part of the consortium comprised of Global Liman, RCCL, Creuers and Group Sousa – Investimentos SGPS, LDA.

Within the scope of the concession, Global Liman completed the transactions of transferring Lisbon Cruise Terminal to LCT-Lisbon Cruise Terminal called LDA physically on 26 August 2014 and Lisbon Cruise Terminal has been consolidated as equity accounted investee as at 30 September 2014.

(3) Barcelona Port Investments, S.L (“BPI”) which was established in partnership with Global Liman and Royal Caribbean Cruises Ltd. acquired majority shares of Barcelona Port and Malaga Cruise Port and minority shares of Singapore Cruise Port as at 30 September 2014. After the date of acquisition, Singapore Cruise Port has been started to be consolidated by equity accounting method.

(4) Global Liman, a subsidiary of the Group, has founded Venezia Investimenti Srl, which operates the Port of Venezia (“Venezia Terminal Passegeri S.p.A (VTP)”) through a Joint Venture Group with Costa Costa Crociere SpA, MSC Cruises SA and Royal Caribbean Cruises Ltd, each of which will have a 25% stake. As of 19 July 2016, the international consortium, which is a member of Global Ports Operations, has become to own indirectly 44,48% of VTP with Finpax shares previously acquired.

Global Yatırım Holding A.Ş. And its Subsidiaries

Notes to the Condensed Consolidated Financial Statements for the Six-Month Period Ended 30 June 2023

(Currency: Amounts expressed in Turkish Lira ("TL") unless otherwise stated)

1 ORGANIZATION AND NATURE OF BUSINESS (continued)

(b) Equity Accounted Investees (continued)

- (5) Global Liman has acquired 28,5% minority shares of La Spezia Cruise Facility Srl (operating La Spezia Passenger Port) in 2016, through Port Operation Holding S.r.l, a subsidiary of the Global Liman with 100% shareholding rate.
- (6) Goulette Cruise Holding is a joint venture established 50%-50% between the Company and MSC Cruises S.A. ("MSC"), to acquire La Goulette Shipping Cruise, which operates the cruise terminal in La Goulette, Tunisia. The Company made a share capital contribution for its 50% shareholding amounting to EURO 55.000 and issued a loan of USD 6 million in December 2019 to fund the acquisition of La Goulette Shipping Cruise proportionately to its share. The joint venture acquired the shares in La Goulette Shipping Cruise on 26 December 2019.
- (7) GP Med, a subsidiary of the Group, has acquired 10,23% shares of Pelican Peak Investments Inc ("Pelican Peak") in 2020. The main aim of acquisition is to increase its ancillary revenues in the Caribbean region. The main object of the acquisition is to track company's operations financially and to explore new service areas to be offered to passengers with potential vertical growth. As of the reporting date, Pelican Peak is consolidated under equity accounted investees.

All companies have the same fiscal year with the Parent, 1 January – 31 December, except Singapore Cruise Port, NCP and Global Ports Holding Plc which have a fiscal year starting on 1 April, to 31 March next year.

Global Yatırım Holding A.Ş. And its Subsidiaries

Notes to the Condensed Consolidated Financial Statements for the Six-Month Period Ended 30 June 2023

(Currency: Amounts expressed in Turkish Lira (“TL”) unless otherwise stated)

2 BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND ACCOUNTING POLICIES

2.1 Basis of Preparation

(a) Statement of Compliance to Turkish Financial Reporting Standards (“TFRS”)

The accompanying condensed consolidated interim financial statements are prepared based on the Turkish Financial Reporting Standards (“TFRS”) that have been put into effect by the Public Oversight Accounting and Auditing Standards Authority (“POA”) in accordance with the requirements of Capital Markets Board (“CMB”) Communiqué Serial II, No: 14.1 “Basis of Financial Reporting in Capital Markets”, which were published in the Official Gazette No:28676 on 13 June 2013. TFRS’s contain Turkish Accounting Standards (“TAS”), Turkey Financial Reporting Standards, TAS interpretations, and TFRS interpretations published by POA.

The condensed consolidated interim financial statements are presented in accordance with the TFRS Taxonomy developed based on the Illustrative Financial Statements and User Guide published in the Official Gazette numbered 30794 on 7 June 2019.

In compliance with the TAS 34 “Interim Financial Reporting”, entities have preference in presenting their interim financial statements whether full set or condensed. In this framework, the Group preferred to present its consolidated interim financial statements in condensed version. The Group’s condensed consolidated interim financial statements do not include all disclosures and notes that should be included at year-end financial statements. Therefore, the condensed consolidated interim financial statements should be considered together with the consolidated financial statements as of 31 December 2022.

Approval of consolidated financial statements:

The accompanying consolidated financial statements are approved by the Company’s Board of Directors on 17 August 2023. The General Assembly of the Company has the right to amend, and relevant regulatory bodies have the right to request the amendment of these consolidated financial statements.

Additional paragraph for convenience translation to English:

The accounting principles described in Note 2 (defined as Turkish Accounting Standards/Turkish Financial Reporting Standards) to the accompanying consolidated financial statements differ from Turkish Financial Reporting Standards (“TFRS”) issued by the International Accounting Standards Board (“IASB”) with respect to the application of inflation accounting, classification of some income statement items and also for certain disclosures requirement of the POA.

(b) Preparation of Financial Statements in Hyperinflationary Economies

With the resolution taken on 17 March 2005, the CMB has announced that, effective from 1 January 2005, the application of TAS 29 “Financial Reporting in Hyperinflationary Economies” issued is no longer required for companies operating in Turkey and accordingly effective from 1 January 2005, TAS 29 has not been applied in preparing the Group’s consolidated financial statements.

POA made a declaration on the Implementation of Financial Reporting in High Inflation Economies in the scope of TFRS on 20 January 2022, the cumulative change in the general purchasing power of the last three years according to the Consumer Price Index (CPI) is 74,41% and it has been stated that there is no need to make any adjustments within the scope of TAS 29 Financial Reporting in Hyperinflationary Economies in the consolidated financial statements for 2021. In this respect, while preparing the financial statements as of 30 June 2023, no inflation adjustment was made according to TAS 29.

(c) Basis of measurement

The consolidated financial statements are prepared based on historical cost except for financial instruments, investment property and derivatives that are measured at fair value.

The methods used for measuring fair value are consistent with the methods used in the consolidated financial statements as at 31 December 2022.

Global Yatırım Holding A.Ş. And its Subsidiaries

Notes to the Condensed Consolidated Financial Statements for the Six-Month Period Ended 30 June 2023

(Currency: Amounts expressed in Turkish Lira (“TL”) unless otherwise stated)

2 BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND ACCOUNTING POLICIES (continued)

2.1 Basis of Preparation (continued)

(d) Functional and Presentation Currency

Items included in the financial statements of the entities within the Group structure are presented in the functional currencies in their primary economic environments in which those companies operate.

The consolidated financial statements are presented in Turkish Lira (“TL”) which is the functional currency of the Company.

US Dollar is significantly used in the operations of the subsidiaries Vespa, Doğal Enerji, Mavi Bayrak Enerji, Ra Güneş, Mavi Bayrak Doğu, Ege Liman, Bodrum Liman, Global Ports Holding Plc, GPH Antigua, GPH Americas, GPH Bahamas, Prince Rupert Cruise Terminal LTD, Rainbow Destination Development Services, GPH Cruise Port Finance LTD, NCP and has a significant effect on the operations. Therefore, US Dollar has been determined as the functional currency of these companies in line with TAS 21 - The Effects of Changes in Foreign Exchange Rates.

EURO is significantly used in the operations of the subsidiaries; Port of Adria, Adonia Shipping, Straton Maden, Barsolar, BPI, VCP, Global BV, Crotone Cruise Port S.r.l, Port Operation Holding S.r.l., Cagliari Terminali Passeggeri S.r.l., Catania Terminali Passeggeri S.r.l., Taranto Cruise Port S.r.l., Global Ports Canary Islands S.L., Port Operations Services Ltd., Aristaeus, Barcelona, ZIPO, Malaga Port, Balearic Handling S.L.A., Shore Handling S.L.A., Global Ports Tarragona S.L., GPH Kalundborg ApS, Global Ports Services Med and Global Ports Mediterranean, GPH Malta Finance, Global Ports Alicante S.L. Therefore, EURO has been determined as the functional currency of these companies in line with TAS 21 - The Effects of Changes in Foreign Exchange Rates.

As at 30 June 2023 and 31 December 2022, foreign currency buying exchange rates of the Central Bank of Republic of Turkey (“CBRT”) comprised the following:

	30 June 2023	31 December 2022
USD / TL	25,8231	18,6983
EUR / TL	28,1540	19,9349

The average foreign currency buying exchange rates of the CBRT for the six-month periods ended 30 June 2023 and 2022 comprised the following:

	30 June 2023	30 June 2022
USD / TL	19,7077	14,8332
EUR / TL	21,2946	16,2154

(e) Netting/Offsetting

The Group’s financial assets and liabilities are offset, and the net amount is presented in the consolidated balance sheet if and only if there is a legally enforceable right to set off the amounts and there is an intention to settle on a net basis or to realize the asset and settle the liability simultaneously.

Global Yatırım Holding A.Ş. And its Subsidiaries

Notes to the Condensed Consolidated Financial Statements for the Six-Month Period Ended 30 June 2023

(Currency: Amounts expressed in Turkish Lira (“TL”) unless otherwise stated)

2 BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND ACCOUNTING POLICIES (continued)

2.1 Basis of Preparation (continued)

(f) Basis of Consolidation

The condensed consolidated interim financial statements as at 30 June 2023 include the accounts of the parent company, Global Yatırım Holding and its subsidiaries, its joint ventures and its associates. The basis of consolidation used in the preparation of the condensed consolidated interim financial statements is consistent with the basis applied in the consolidated financial statements as at 31 December 2022.

Equity securities in which the Group owns either directly or indirectly less than 20% of the shares, that do not have a quoted market price in an active market and whose fair value cannot be reliably measured are showned as equity investments at fair value through fair value through other comprehensive income at consolidated financial statements.

As at 30 June 2023 Barsolar D.O.O in which the Group has effective ownership interest of 51%, Global Ports Destination Services Ltd., Prince Rupert Cruise Terminal LTD, GPH Bahamas Ltd, GPH Americas Ltd., Port Management Services S.L., Port Finance Investments Limited in which the Group has effective ownership interest of 63,55%, Consus Energy BV with an effective ownership interest of 100%, Glowi Energy Investments Ltd., Rainbow Destination Development Services Ltd., Glozania Energy Investments Ltd., Global Africa Power Investments and Rainbow Holdings Worldwide Limited with an effective ownership interest of 100% which are immaterial to the condensed consolidated interim financial statements are disclosed as equity investments at fair value through other comprehensive income. Equity investments at fair value through fair value through other comprehensive income are initially measured at fair value plus transaction costs that are directly attributable to its acquisition. These assets are subsequently measured at fair value.

(g) Comparative information and restatement of prior period financial statements

The consolidated financial statements of the Group include comparative financial information to enable determination of the financial situation and performance trends. As of 30 June 2023, the Group prepared its condensed consolidated statement of financial position with comparative as of 31 December 2022; the condensed consolidated statement of profit or loss and other comprehensive income, condensed consolidated statement of cash flows and the condensed consolidated statement of changes in equity for the six-month period ended 30 June 2023 prepared in comparison with for the six-month period ended 30 June 2022.

Global Yatırım Holding A.Ş. And its Subsidiaries

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(Currency: Amounts expressed in Turkish Lira (“TL”) unless otherwise stated)

2 BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND ACCOUNTING POLICIES (continued)

2.2 Summary of significant accounting policies

The accounting policies applied in the condensed consolidated interim financial statements as at 30 June 2023 is consistent with the policies applied in the Group’s consolidated financial statements as at 31 December 2022.

2.3 Changes in Accounting Policies

The accounting policies summarized below used in the preparation of the consolidated financial statements for the period ended 30 June 2023 are consistent with those used in the previous year except for the new and amended Turkish Accounting Standards (“TAS”)/IFRS and TAS/IFRS interpretations valid as of 1 January 2023 has been applied. The effects of these standards and interpretations on the Group’s financial position and performance are explained in the relevant paragraphs.

a) Amendments that are mandatorily effective from 2023

Amendments to TAS 1	<i>Disclosure of Accounting Policies</i>
Amendments to TAS 8	<i>Definition of Accounting Estimates</i>
Amendments to TAS 12	<i>Deferred Tax related to Assets and Liabilities arising from a Single Transaction</i>
Amendments to TFRS 17	<i>Initial Application of TFRS 17 and TFRS 9 with Insurance Contracts – Comparative Information</i>

Amendments to TAS 1 *Disclosure of Accounting Policies*

This amendment requires businesses to take materiality as a basis in explaining their accounting policies.

Amendments to TAS 1 are effective for annual reporting periods beginning on or after 1 January 2023 and earlier application is permitted.

Amendments to TAS 8 *Definition of Accounting Estimates*

With this amendment, the definition of “a change in accounting estimates” has been replaced with the definition of “an accounting estimate”, sample and explanatory paragraphs regarding estimates have been added, and the differences between application of an estimate prospectively and correction of errors retrospectively have been clarified.

Amendments to TAS 8 are effective for annual reporting periods beginning on or after 1 January 2023 and earlier application is permitted.

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

This amendment clarifies that the exemption related to the initial recognition of an asset or liability does not apply to transactions where taxable and deductible temporary differences of equal amounts occur at the time when the asset or liability is initially recorded.

Amendments to TAS 12 are effective for annual reporting periods beginning on or after 1 January 2023 and earlier application is permitted.

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2 BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND ACCOUNTING POLICIES (continued)

2.3 Changes in Accounting Policies (continued)

Amendments to TFRS 17 Insurance Contracts and Initial Application of TFRS 17 and TFRS 9 — Comparative Information

Changes have been made to reduce implementation costs, facilitate disclosure of results and transition.

The amendment permits entities that first apply TFRS 17 and TFRS 9 at the same time to present comparative information about a financial asset as if the classification and measurement requirements of TFRS 9 had been applied to that financial asset before.

Amendments are effective with the first application of TFRS 17.

b) New and revised TFRSs in issue but not yet effective

The Group has not yet adopted the following standards and amendments and interpretations to the existing standards:

TFRS 17	<i>Insurance Contracts</i>
Amendments to TFRS 4	<i>Extension of the Temporary Exemption from Applying TFRS 9</i>
Amendments to TAS 1	<i>Classification of Liabilities as Current or Non-Current</i>
Amendments to TFRS 16	<i>Lease Liability in a Sale and Leaseback</i>
Amendments to TAS 1	<i>Non-current Liabilities with Covenants</i>

TFRS 17 Insurance Contracts

TFRS 17 requires insurance liabilities to be measured at a current fulfillment value and provides a more uniform measurement and presentation approach for all insurance contracts. These requirements are designed to achieve the goal of a consistent, principle-based accounting for insurance contracts. TFRS 17, which applies to insurance and reinsurance as well as pension companies, has been postponed for 1 year and will replace TFRS 4 Insurance Contracts as of January 1, 2024.

Amendments to TFRS 4 Extension of the Temporary Exemption from Applying TFRS 9

The amendment changes the fixed expiry date for the temporary exemption in TFRS 4 *Insurance Contracts* from applying TFRS 9, so that insurance and reinsurance and pension companies would be required to apply TFRS 9 for annual periods beginning on or after 1 January 2024 with the deferral of the effective date of TFRS 17.

Amendments to TAS 1 Classification of Liabilities as Current or Non-Current

The amendments aim to promote consistency in applying the requirements by helping companies determine whether, in the statement of financial position, debt and other liabilities with an uncertain settlement date should be classified as current (due or potentially due to be settled within one year) or non-current.

Amendments to TAS 1 are effective for annual reporting periods beginning on or after 1 January 2024 and earlier application is permitted.

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2 BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND ACCOUNTING POLICIES *(continued)*

2.3 Changes in Accounting Policies *(continued)*

Amendments to TFRS 16 Lease Liability in a Sale and Leaseback

Amendments to TFRS 16 clarify how a seller-lessee subsequently measures sale and leaseback transactions that satisfy the requirements in TFRS 15 to be accounted for as a sale.

The changes made in TFRS 16 will be applicable to annual reporting periods beginning on or after 1 January 2024 and earlier application is permitted.

Amendments to TAS 1 Non-current Liabilities with Covenants

Amendments to TAS 1 clarify how conditions with which an entity must comply within twelve months after the reporting period affect the classification of a liability.

The changes made in TAS 1 will be applicable to annual reporting periods beginning on or after 1 January 2024 and earlier application is permitted.

The related standard is being evaluated for its potential impact on the Group's consolidated financial position and performance due to the changes and improvements.

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3 BUSINESS COMBINATIONS

The Group has no acquisition for the six-month period ended 30 June 2023. The detail of acquisitions, which are accounted in the consolidated financial statements as of 31 December 2022 in compliance with “IFRS 3 Business Combinations”, are presented in the Note of “Business Combinations” of the consolidated financial statements as at 31 December 2022.

4 SEGMENT REPORTING

Operating segments considered in performance evaluation of the Group Management are determined by considering the Group’s risks and resources and internal reporting structure. The Group’s operating segments are port operations, energy generation, natural gas, mining, brokerage and asset management segment, real estate and others. Brokerage and asset management segment includes the finance operations, natural gas (CNG) segment includes compressed natural gas distribution, energy generation segment includes electricity generation facilities and mining segment includes mining operations, port operations segment includes domestic and abroad commercial and cruise port operations and investments, and real estate segment includes operations in respect of investment property and trading property operations.

Especially in the winter months (December, January, February), the operations of the subsidiaries of the Group operating in the port operation sector under the port operations segment decline in comparison with the other months of the year. The busiest period in the cruise port operations is the third quarter of the year. This seasonality of operations has an impact on the performance of the aforementioned segments.

Information regarding all the segments is stated below. Earnings before interest, tax, depreciation, and amortization (“EBITDA”) are reviewed in the assessment of the financial performance of the operating segments. The Group management does not present non-recurring income / expenses incurred by these companies in their EBITDA which are not arising from core operations in order to follow the operational and cash-based results of the Group companies (Adjusted EBITDA). These income and expenses include project expenses related to the acquisition/sale of subsidiary and the public offering of subsidiaries, valuation gains/ impairment losses and other non-cash income and expenses. Information related to the operating segments of the Group is presented later in this note.

Global Yatırım Holding A.Ş. And its Subsidiaries

Notes to the Condensed Consolidated Financial Statements for the Six-Month Period Ended 30 June 2023

(Currency: Amounts expressed in Turkish Lira (“TL”) unless otherwise stated)

4 SEGMENT REPORTING (continued)

	Port Operations		Energy Generation		Natural Gas		Mining		Real Estate		Brokerage & Asset Management		Other (**)		Total	
	30 June 2023	31 December 2022	30 June 2023	31 December 2022	30 June 2023	31 December 2022	30 June 2023	31 December 2022	30 June 2023	31 December 2022	30 June 2023	31 December 2022	30 June 2023	31 December 2022	30 June 2023	31 December 2022
Segment assets	23.035.106.749	15.382.208.629	2.527.813.580	1.887.556.118	1.253.612.775	1.600.275.585	361.159.489	306.927.715	2.768.180.494	2.309.849.935	885.863.769	1.108.171.788	1.330.939.511	1.106.788.764	32.162.676.367	23.701.778.534
Segment liabilities	21.562.356.061	14.530.338.660	1.483.175.194	1.041.608.942	354.029.972	535.086.733	234.125.350	184.735.359	903.042.738	674.524.400	595.441.333	856.138.474	1.844.331.283	1.163.385.835	26.976.501.931	18.985.818.403

The Six-Month Period Ended 30 June (1 January-30 June)

	Port Operations (*)		Energy Generation		Natural Gas		Mining		Real Estate		Brokerage & Asset Management		Other (**)		Total	
	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022
External revenues	1.808.053.453	1.031.679.509	376.650.293	263.091.436	1.457.793.914	1.235.037.680	166.514.302	156.291.135	51.162.676	31.676.652	311.631.284	136.233.103	22.017.752	1.271.904	4.193.823.674	2.855.281.419
EBITDA	816.548.976	298.985.010	86.019.447	84.564.520	235.625.124	260.663.448	33.376.294	53.053.901	22.738.282	12.113.000	96.739.326	39.450.263	(40.113.328)	(34.671.993)	1.250.934.121	714.158.149
Depreciation and amortisation expense (-)	(290.880.695)	(207.375.163)	(34.515.873)	(28.040.585)	(69.718.229)	(27.801.164)	(37.983.325)	(47.202.004)	(96.024)	(129.199)	(21.360.270)	(21.251.449)	(10.396.772)	(7.631.209)	(464.951.188)	(339.430.773)
Finance income	356.795.000	14.199.669	19.008.498	45.438.487	28.665.838	2.750.925	7.030.097	30.937.964	2.244.679	602.052	7.445.380	3.862.600	111.457.446	20.307.539	532.646.938	118.099.236
Finance expenses	(401.869.379)	(161.655.612)	(59.840.104)	(50.880.767)	(18.105.231)	(16.703.229)	(11.672.883)	(4.962.392)	(149.593.005)	(96.154.311)	(28.053.398)	(13.952.788)	(232.666.090)	(100.326.850)	(901.800.090)	(444.635.949)

The Three-Month Period Ended 30 June (1 April-30 June)

	Port Operations (*)		Energy Generation		Natural Gas		Mining		Real Estate		Brokerage & Asset Management		Other (**)		Total	
	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022
External revenues	1.068.342.201	702.010.877	209.228.161	137.040.864	608.193.780	777.004.424	66.139.148	87.645.582	28.678.932	17.047.901	137.726.159	73.178.808	19.347.553	435.472	2.137.655.934	1.794.363.928
EBITDA	554.055.883	247.824.302	44.218.622	46.832.429	123.785.871	196.766.948	14.936.430	30.487.125	13.063.483	5.756.041	39.886.246	21.377.514	(20.586.053)	(11.276.267)	769.360.482	537.768.092
Depreciation and amortisation expense (-)	(158.223.775)	(108.086.309)	(17.256.980)	(14.553.608)	(34.491.882)	(14.015.800)	(13.304.695)	(24.725.577)	(49.803)	(27.248)	(11.335.554)	(1.535.967)	(5.453.211)	(4.065.565)	(240.115.900)	(167.010.074)
Finance income	249.840.373	(2.154.254)	10.251.343	28.486.577	13.406.097	1.106.309	(2.577.533)	9.493.518	2.165.368	374.870	4.102.196	2.123.195	106.598.935	1.992.710	383.786.779	41.422.925
Finance expenses	(172.276.760)	(137.331.404)	(29.243.079)	(17.119.213)	(11.386.601)	(8.567.951)	(6.824.250)	(1.095.150)	(132.909.412)	(51.915.893)	(14.409.087)	(6.841.479)	(176.357.606)	(65.616.215)	(543.406.795)	(288.487.305)

(*) For the period ended 30 June 2023 and 2022, port operations' revenues include TFRS Interpretation 12 effect amounting to TL 487.704.663 TL and TL 444.561.165 respectively.

(**) Includes Global Yatırım Holding A.Ş.'s standalone operations.

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4 SEGMENT REPORTING (continued)

	1 January- 30 June 2023	1 April- 30 June 2023	1 January- 30 June 2022	1 April- 30 June 2022
Revenues				
Segment revenues	4.286.356.681	2.173.823.515	2.941.554.414	1.842.284.112
Elimination of inter-segment revenues	(92.533.007)	(36.167.581)	(86.272.995)	(47.920.184)
Consolidated revenues	4.193.823.674	2.137.655.934	2.855.281.419	1.794.363.928
	1 January- 30 June 2023	1 April- 30 June 2023	1 January- 30 June 2022	1 April- 30 June 2022
Consolidated EBITDA	1.250.934.121	769.360.482	714.158.149	537.768.092
Finance income (Note 26)	528.087.285	380.416.436	109.793.206	38.617.818
Finance expense (Note 27)	(897.240.437)	(540.036.452)	(436.329.919)	(285.682.198)
Non-operating income/(expenses) (*)	216.754.468	(44.328.888)	112.549.345	7.468.285
Depreciation and amortisation expenses (Note 27)	(464.951.188)	(240.115.900)	(339.430.773)	(167.010.074)
Consolidated profit/(loss) before income tax	633.584.249	325.295.678	160.740.008	131.161.923
	1 January- 30 June 2023	1 April- 30 June 2023	1 January- 30 June 2022	1 April- 30 June 2022
Segment finance income	532.646.938	383.786.779	118.099.236	41.422.925
Elimination of inter-segment finance income	(4.559.653)	(3.370.343)	(8.306.030)	(2.805.107)
Total finance income (Note 26)	528.087.285	380.416.436	109.793.206	38.617.818
	1 January- 30 June 2023	1 April- 30 June 2023	1 January- 30 June 2022	1 April- 30 June 2022
Segment finance cost	(901.800.090)	(543.406.795)	(444.635.949)	(288.487.305)
Elimination of inter-segment finance cost	4.559.653	3.370.343	8.306.030	2.805.107
Total finance cost (Note 27)	(897.240.437)	(540.036.452)	(436.329.919)	(285.682.198)

(*) Includes project expenses related to the new acquisitions and public offering of the group companies, impairment loss and revaluation gain, and non-cash other income and expenses.

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5 RELATED PARTY DISCLOSURES

<u>Related party</u>	<u>Nature of relations</u>
Mehmet Kutman	Shareholder and key management personnel
Erol Göker	Shareholder and key management personnel
IEG	Equity accounted investee
Global MD Portföy Yatırım Fonları	Funds of a subsidiary
Turkcom Turizm Enerji İnşaat Gıda Yatırımlar A.Ş. (Turkcom)	Company owned by shareholder
Turquoise Advisory Limited (“TAL”)	Company owned by key management personnel of the subsidiary

Due to related parties

As at 30 June 2023 and 31 December 2022, other current payables to related parties comprised the following:

Other current payables to related parties	30 June 2023	31 December 2022
Mehmet Kutman	44.379.843	20.529.841
Other	23.181.670	12.118.646
Total	67.561.513	32.648.487

Due from related parties

As at 30 June 2023 and 31 December 2022, current receivables from operations in finance sector-due from related parties comprised the following:

Current receivables from operations in finance sector - due from related parties	30 June 2023	31 December 2022
Turkcom	11.490.077	8.450.963
IEG Kurumsal Finansal Danışmanlık A.Ş.	1.697.961	1.697.961
Mehmet Kutman	15.332.497	14.492.289
Other	1.774.065	3.410.483
Total	30.294.600	28.051.696

As at 30 June 2023 and 31 December 2022, other current receivables from related parties comprised the following:

Other current receivables from related parties	30 June 2023	31 December 2022
Other	29.008.161	17.803.902
Total	29.008.161	17.803.902

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5 RELATED PARTY DISCLOSURES (continued)

As at 30 June 2023, the receivable amounting to TL 243.755.577 (31 December 2022: TL 169.007.539) from Goulette, which is accounted by using the equity method, has been recognized as non-current receivable from related parties. The interest rate applied on this receivable is 4% with a maturity date on 2025.

Transactions with key management personnel

The Company's key management personnel consist of the Chairman, members of the Board of Directors and general managers. The compensation of key management personnel includes wages, premiums, and health insurance. As of 30 June 2023, and 2022, the details of compensation of key management personnel comprised the following:

	<u>30 June 2023</u>	<u>30 June 2022</u>
Salaries	50.883.531	25.715.224
Bonuses	23.039.153	6.634.164
Attendance fee	6.384.265	3.010.837
Other	2.700.546	890.753
	<u>83.007.495</u>	<u>36.250.978</u>

Regarding to the loans used by the Group, there is a personal surety amounting to TL 866.592.379 (31 December 2022: TL 569.635.615) and USD 20.837.525 (31 December 2022: USD 20.150.162), and there is pledge on personal property amounting to TL 520.617.000 (31 December 2022: TL 401.816.450) given by Mehmet Kutman with respect to these loans.

For the period ended 30 June 2023 and 2022, significant transactions with related parties comprised the following:

	<u>1 January-30 June 2023</u>			<u>1 January-30 June 2022</u>		
	<u>Interest Received</u>	<u>Other Income</u>	<u>Other Expense</u>	<u>Interest Received</u>	<u>Other Income</u>	<u>Other Expense</u>
Turkcom (*)	-	3.207.864	1.665.254	-	1.201.894	962.712
Mehmet Kutman (*)	-	4.642.746	-	-	9.435	-
Erol Göker	-	-	-	-	198	-
IEG Global Kurumsal Finansal Danışmanlık A.Ş.	-	-	-	-	106.200	-
Global MD Funds	-	1.288.649	-	-	485.802	-
Other	32.148	-	-	-	-	-
Total	<u>32.148</u>	<u>9.139.259</u>	<u>1.665.254</u>	<u>-</u>	<u>1.803.529</u>	<u>962.712</u>

(*) Includes margin lending and advance interest.

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6 CASH AND CASH EQUIVALENTS

As at 30 June 2023 and 31 December 2022, cash and cash equivalents comprised the following:

	<u>30 June 2023</u>	<u>31 December 2022</u>
Cash on hand	5.049.647	2.844.616
Cash at banks	2.203.109.663	1.732.262.295
-Demand deposits	1.395.851.031	949.089.917
-Time deposits	807.258.632	783.172.378
Other	73.316.864	113.627.880
Cash and cash equivalents	<u>2.281.476.174</u>	<u>1.848.734.791</u>
Blocked deposits (*)	(544.051.794)	(347.303.067)
Cash and cash equivalents for cash flow purposes	<u>1.737.424.380</u>	<u>1.501.431.724</u>

(*) As at 30 June 2023, cash at banks amounting to TL 490.352.436 (31 December 2022: TL 288.624.555) is blocked by relevant banks due to bank borrowings and letters of guarantee. As at 30 June 2023 TL 53.699.358 (31 December 2022: TL 58.678.512) of other cash equivalents are blocked at banks until their maturities.

Financial risk with respect to cash and cash equivalents are detailed in Note 30.

As at 30 June 2023 and 31 December 2022, maturities of time deposits comprised the following:

	<u>30 June 2023</u>	<u>31 December 2022</u>
Up to 1 month	401.201.122	510.176.207
1-3 months	406.057.510	272.996.171
	<u>807.258.632</u>	<u>783.172.378</u>

As at 30 June 2023 and 31 December 2022, the range of time deposit interest rates included in cash and cash equivalents is as follows:

	<u>30 June 2023</u>	<u>31 December 2022</u>
Interest rate range for time deposit - TL	13,00 % - 42,00 %	13,25 % - 21,50 %
Interest rate for time deposit - USD	0,08 % - 0,20 %	0,25 % - 0,50 %

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7 FINANCIAL INVESTMENTS

As at 30 June 2023 and 31 December 2022, the details of financial investments of the Group comprised the following:

	30 June 2023		
	Current	Non-current	Total
Financial assets at fair value through other comprehensive income	-	4.693.247	4.693.247
Financial assets at fair value through profit/loss	390.525.075	-	390.525.075
Other financial assets	1.691.095	-	1.691.095
	392.216.170	4.693.247	396.909.417

	31 December 2022		
	Current	Non-current	Total
Financial assets at fair value through other comprehensive income	-	5.686.347	5.686.347
Financial assets at fair value through profit/loss	378.503.584	-	378.503.584
Other financial assets	1.049.328	-	1.049.328
	379.552.912	5.686.347	385.239.259

Financial assets at fair value through profit/loss

As at 30 June 2023 and 31 December 2022, the details of financial investments at fair value through profit/loss of the Group comprised the following:

	30 June 2023	31 December 2022
Debt Securities		
Debt securities (governmental bonds)	245.414	7.406.835
Investment funds participations	26.798.059	13.664.986
	27.043.473	21.071.821
Equity Investments		
Financial investments quoted to stock exchange	62.099.525	129.548.268
Equity instruments unquoted to an active market	301.382.077	227.883.495
	363.481.602	357.431.763
Total	390.525.075	378.503.584

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(Currency: Amounts expressed in Turkish Lira (“TL”) unless otherwise stated)

7 FINANCIAL INVESTMENTS (continued)

Financial investments held by the Group and traded in an active market are stated with their fair values over market transaction prices as of the reporting date. Gains or losses resulting from fair value changes are included in other comprehensive income in the period in which they occur.

As at 30 June 2023 the equity shares amounting to TL 9.402 are pledged for an ongoing lawsuit case (31 December 2022: TL 9.402).

As at 30 June 2023 and 31 December 2022, the letters of guarantee given to BIST, Settlement and Custody Bank, Derivative Market (“VIOP”) and the CMB are explained in Note 19.

Fair value through other comprehensive income

As of 30 June 2023 and 31 December 2022, financial investments measured at fair value through other comprehensive income are as follows:

Equity Investments

Equity instruments unquoted to an active market

	30 June 2023		31 December 2022	
	Share ratio (%)	Book value	Share ratio (%)	Book value
Borsa İstanbul A.Ş.	0,08	3.034.508	0,08	3.034.508
Bakü Borsası	4,76	137.594	4,76	137.594
Bilira Teknoloji A.Ş.	1,00	733.267	1,00	733.539
Other	-	787.878	-	1.780.706
Total		4.693.247		5.686.347

The cost of the shares that are not traded in the organized markets is used to measure the fair value because the management does not have sufficient recent information about the measurement of the fair value.

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8 BORROWINGS

As at 30 June 2023 and 31 December 2022, borrowings comprised the following:

Current borrowings	30 June 2023	31 December 2022
Current bank loans	2.558.192.161	1.548.207.269
-TL loans	313.866.650	260.387.045
-Foreign currency loans	2.244.325.511	1.287.820.224
Debt securities issued	285.730.070	275.888.631
- TL debt securities	285.730.070	275.888.631
Other financial liabilities (*)	18.320.811	43.191.982
Total	2.862.243.042	1.867.287.882
Current portion of non-current borrowings	30 June 2023	31 December 2022
Current portion of non-current bank loans	960.084.486	924.520.836
-TL loans	310.982	1.052.008
-Foreign currency loans	959.773.504	923.468.828
Debt securities issued	397.280.097	306.075.770
-Foreign currency debt securities	397.280.097	306.075.770
Finance lease obligations	149.415.796	108.561.587
Total borrowings	1.506.780.379	1.339.158.193
Lease liabilities (TFRS 16)	123.646.229	55.619.881
Total	1.630.426.608	1.394.778.074
Non-current borrowings	30 June 2023	31 December 2022
Non-current bank loans	8.741.582.347	5.516.859.781
-TL loans	-	15.658
-Foreign currency loans	8.741.582.347	5.516.844.123
Debt securities issued	6.418.300.744	4.180.771.313
-Foreign currency debt securities	6.418.300.744	4.180.771.313
Finance lease obligations	111.863.121	86.499.002
Other financial liabilities (*)	1.259.890.579	906.843.858
Total borrowings	16.531.636.791	10.690.973.954
Lease liabilities (TFRS 16)	1.576.991.797	1.138.945.279
Total non-current borrowings	18.108.628.588	11.829.919.233
Total current and non-current borrowings	20.900.660.212	13.897.420.029
Total	22.601.298.238	15.091.985.189

(*) As at 30 June 2023, TL 1.433.812 of current other financial liabilities (31 December 2022: TL 22.767.293) and TL 1.137.993.733 of non-current other financial liabilities (31 December 2022: TL 820.554.084) are related to concession agreement liabilities of NCP.

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8 BORROWINGS (continued)

Maturity profile of non-current bank loans and debt securities issued comprised the following:

<u>Years</u>	<u>30 June 2023</u>	<u>31 December 2022</u>
Repayments in 2nd year	1.264.889.637	1.080.697.411
Repayments in 3rd year	882.932.755	1.391.729.447
Repayments in 4th year	7.112.196.188	3.584.467.871
Repayments after 5th year	5.899.864.511	3.640.736.365
Total	15.159.883.091	9.697.631.094

Maturity profile of finance lease obligations and lease liabilities comprised the following:

	<u>30 June 2023</u>			<u>31 December 2022</u>		
	<u>Future minimum lease payments</u>	<u>Interest</u>	<u>Present value of minimum lease payment</u>	<u>Future minimum lease payments</u>	<u>Interest</u>	<u>Present value of minimum lease payment</u>
Less than one year	301.795.294	(28.733.269)	273.062.025	175.562.226	(11.380.758)	164.181.468
Between one and five years	2.609.704.585	(920.849.667)	1.688.854.918	1.853.777.309	(628.333.028)	1.225.444.281
Total	2.911.499.879	(949.582.936)	1.961.916.943	2.029.339.535	(639.713.786)	1.389.625.749

The movement of financial borrowings as of 30 June 2023 and 2022 is as follows:

	<u>2023</u>	<u>2022</u>
Opening balance as at 1 January	15.091.985.189	10.321.124.126
Additions	5.845.510.933	2.182.249.578
Repayments	(4.729.703.247)	(2.143.030.890)
Changes in other financial liabilities	6.836.378	(12.502.375)
Additions (TFRS 16)	82.211.261	8.659.842
Repayments related to lease liabilities	(47.955.192)	(43.723.812)
Changes in foreign currency exchange rates	846.471.809	280.817.936
Changes in interest accruals	127.926.822	(14.109.320)
Included in the scope of consolidation	27.887.917	8.465.908
Currency translation difference	5.350.126.368	2.342.667.355
Closing balance as at 30 June	22.601.298.238	12.930.618.348

A summary of other guarantees with respect to the loans are presented in Note 19.

The details of the foreign currency risk with respect to financial liabilities are presented in Note 30.

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8 BORROWINGS (continued)

Segment	Loan Type	Currency	Maturity	Interest Type	30 June 2023		
					Nominal Interest Rate %	Principal (TL)	Carrying Value (TL)
Holding	Bond issued	TL	2023	Fixed	32,00 %	133.695.702	142.090.833
Holding	Secured loan	TL	2023-2024	Fixed	19,68 - 29,64 %	306.990	310.982
Holding	Secured loan	USD	2026	Fixed	8,50 - 15,10 %	714.167.957	757.971.110
Holding	Secured loan	EUR	2023-2024	Fixed	4,75 - 9,25 %	1.019.174.800	1.024.937.655
Port Operation	Eurobond issued	USD	2040	Fixed	5,29 - 7,50 %	6.584.890.500	6.474.470.722
Port Operation	Secured loan	USD	2026-2027	Floating	Libor + 5,25 % + (PIK rate 2,00 %) / Libor + 5,75 - 6,75 %	7.417.510.865	7.243.189.440
Port Operation	Secured loan	USD	2023-2024	Fixed	6,00 - 15,70 %	433.182.503	442.038.834
Port Operation	Secured loan	EUR	2025	Floating	Euribor + 2,00 % / Euribor + 4,25 %	495.756.204	500.886.268
Port Operation	Secured loan	EUR	2023-2037	Fixed	1,50 - 6,25 %	419.795.669	433.074.677
Port Operation	Bond issued	EUR	2030	Fixed	6,25 %	340.395.374	341.110.120
Port Operation	Secured loan	TL	2024	Fixed	13,46 - 13,88 %	32.003.735	33.466.637
Energy Generation	Bond issued	TL	2023	Fixed	35,50 %	55.000.000	55.000.000
Energy Generation	Secured loan	USD	2023-2024	Fixed	11,25 - 16,42 %	128.843.892	129.914.690
Energy Generation	Secured loan	USD	2024-2029	Floating	Libor + 5,95 - 17,50 %	820.147.241	852.926.271
Mining	Secured loan	USD	2024	Fixed	14,30 - 15,35 %	57.069.051	58.909.878
Mining	Secured loan	TL	2023	Fixed	12,00 - 13,00 %	100.500.000	100.500.000
Brokerage & Asset Management	Bond issued	TL	2023	Fixed	31,00 - 42,00 %	85.671.176	88.639.237
Brokerage & Asset Management	Secured loan	TL	2023	Revolving	-	179.900.000	179.900.000
Real Estate	Secured loan	USD	2025	Floating	Libor + 7,00 %	472.927.236	501.832.551
						19.490.938.895	19.361.169.905
Finance Lease Obligations							
Energy Generation	Leasing	USD	2024-2028	Fixed	4,58 - 7,50 %	34.275.369	34.275.369
Energy Generation	Leasing	TL	2023-2025	Fixed	10,50 - 35,00 %	3.440.855	3.440.855
Energy Generation	Leasing	TL	2024	Floating	Libor + 8,15 % - 33,50 %	6.697.412	6.697.412
Energy Generation	Leasing	EUR	2023-2025	Fixed	4,40 - 10,22 %	113.467.451	113.467.451
Mining	Leasing	EUR	2026	Fixed	4,25 - 7,00 %	11.612.590	11.612.590
Mining	Leasing	TL	2024	Fixed	20,50 - 35,00 %	194.319	194.319
Natural Gas	Leasing	USD	2026	Fixed	7,00 %	30.827.590	30.827.590
Port Operation	Leasing	EUR	2028	Floating	2,32 - 6,74 %	826.658	826.658
Port Operation	Leasing	TL	2024	Fixed	8,75 %	4.940.683	4.940.683
Port Operation	Leasing	USD	2024-2025	Fixed	6,25 - 6,81 %	54.995.990	54.995.990
						261.278.917	261.278.917
						19.752.217.812	19.622.448.822

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8 BORROWINGS (continued)

Segment	Loan Type	Currency	Maturity	Interest Type	Nominal Interest Rate %	31 December 2022	
						Principal (TL)	Carrying Value (TL)
Holding	Bond issued	TL	2023	Fixed	29,00 %	105.000.000	110.923.151
Holding	Secured loan	TL	2023-2024	Fixed	11,20 - 29,64 %	2.695.609	2.700.374
Holding	Secured loan	EUR	2023	Fixed	8,40 %	566.151.160	569.635.615
Holding	Secured loan	USD	2026	Fixed	8,40 - 15,10 %	339.489.451	354.152.975
Port Operation	Secured loan	EUR	2024-2025	Floating	Euribor + 2,00 % / 4,25 %	483.757.348	486.430.440
Port Operation	Secured loan	USD	2026-2027	Floating	Libor + 5,25 % + (PIK rate 2,00 %) / 6,75 %	4.639.831.819	4.571.913.055
Port Operation	Eurobond issued	USD	2040	Fixed	5,29 - 8,00 %	4.569.864.520	4.486.847.083
Port Operation	Secured loan	TL	2023	Fixed	30,00 - 47,35 %	18.500.000	23.675.422
Port Operation	Secured loan	EUR	2025-2037	Fixed	0,89 - 5,37 %	255.747.995	261.790.691
Port Operation	Secured loan	USD	2023	Fixed	5,00 - 15,15 %	548.327.648	552.393.912
Mining	Secured loan	TL	2023	Fixed	12,00 - 28,00 %	100.652.429	100.655.173
Energy Generation	Secured loan	USD	2024-2029	Floating	Libor + 5,95 - 15,00 %	576.467.861	590.063.050
Energy Generation	Secured loan	TL	2023	Fixed	15,75 - 21,00 %	77.200.000	79.423.742
Brokerage & Asset Management	Bond issued	TL	2023	Fixed	25,00 - 26,00 %	160.653.459	164.965.480
Brokerage & Asset Management	Secured loan	TL	2023	Revolving	-	55.000.000	55.000.000
Real Estate	Secured loan	USD	2025	Fixed	Libor + 7,00 %	342.442.826	341.753.437
						12.841.782.125	12.752.323.600
Finance Lease Obligations							
Energy Generation	Leasing	USD	2024-2025	Fixed	5,90 - 7,50 %	9.686.580	9.686.580
Energy Generation	Leasing	TL	2023-2024	Fixed	10,50 - 35,00 %	5.896.191	5.896.191
Energy Generation	Leasing	TL	2024-2025	Floating	Libor + 8,15 % - 31,00 %	16.495.325	16.495.325
Energy Generation	Leasing	EUR	2024	Fixed	4,40 - 10,22 %	78.441.032	78.441.032
Mining	Leasing	TL	2024	Fixed	27,50 - 28,30 %	573.054	573.054
Mining	Leasing	EUR	2024	Fixed	4,25 - 7,00 %	14.803.996	14.803.996
Natural Gas	Leasing	USD	2026	Fixed	8,87 %	25.637.856	25.637.856
Port Operation	Leasing	TL	2024	Fixed	8,75 %	6.918.657	6.918.657
Port Operation	Leasing	USD	2025	Fixed	6,25 %	36.607.898	36.607.898
						195.060.589	195.060.589
						13.036.842.714	12.947.384.189

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9 TRADE RECEIVABLES AND PAYABLES

Current trade receivables

As at 30 June 2023 and 31 December 2022, current trade receivables other than related parties comprised the following:

	<u>30 June 2023</u>	<u>31 December 2022</u>
Receivables from customers	1.145.068.673	1.345.434.961
Doubtful receivables	120.774.810	87.854.261
Allowance for doubtful receivables	(120.774.810)	(87.854.261)
Other	27.391.048	14.197.001
Total	<u>1.172.459.721</u>	<u>1.359.631.962</u>

The movement of the allowance for doubtful trade receivables for the period ended 30 June 2023 and 2022 comprised the following:

	<u>2023</u>	<u>2022</u>
Balance at the beginning of the period (1 January)	(87.854.261)	(74.955.027)
Allowance for the period	(17.630.352)	(8.324.836)
Cancellation of allowances and collections	410.053	1.189.487
Currency translation differences	(15.700.250)	(4.265.567)
Balance at the end of the period (30 June)	<u>(120.774.810)</u>	<u>(86.355.943)</u>

The expenses related to the allowance for doubtful receivables are presented under impairment gains (losses) and reversal of impairment losses determined in accordance with TFRS 9.

The details of the liquidity and currency risk of the Group's current trade receivables are disclosed in Note 30.

Current trade payables

As at 30 June 2023 and 31 December 2022, current trade payables other than related parties comprised the following:

	<u>30 June 2023</u>	<u>31 December 2022</u>
Payables to suppliers	904.613.565	849.241.543
Total	<u>904.613.565</u>	<u>849.241.543</u>

The details of the liquidity and currency risk of the Group's current trade payables are disclosed in Note 30.

Other current receivables

As at 30 June 2023 and 31 December 2022, current other receivables other than related parties comprised the following:

	<u>30 June 2023</u>	<u>31 December 2022</u>
Deposits and advances given	145.011.684	106.856.910
Receivables from subsidiaries' and joint ventures' other shareholders	11.174.089	7.381.103
Tax returns	62.820.791	43.221.101
Other	31.841.312	42.650.141
Total	<u>250.847.876</u>	<u>200.109.255</u>

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10 RECEIVABLES FROM AND PAYABLES TO OPERATIONS IN FINANCE SECTOR

Current receivables

As at 30 June 2023 and 31 December 2022, current receivables from operations in finance sector other than related parties comprised the following:

	<u>30 June 2023</u>	<u>31 December 2022</u>
Receivables from customers	234.859.071	240.795.324
Receivables from money market	143.074.000	266.703.000
Deposits and guarantee given	102.621.467	24.214.708
Doubtful receivables	5.385.330	6.310.603
Allowance for doubtful receivables	(5.385.330)	(6.310.603)
Other trade receivables	95.333	146.478
Total	<u>480.649.871</u>	<u>531.859.510</u>

Current trade payables

As at 30 June 2023 and 31 December 2022, current trade payables due to operations in finance sector other than related parties comprised the following:

	<u>30 June 2023</u>	<u>31 December 2022</u>
Payables to money market	143.052.341	267.520.738
Payables to customers	79.270.691	63.451.731
Payables to suppliers	6.180.946	6.439.634
Other	8.688	5.544
Total	<u>228.512.666</u>	<u>337.417.647</u>

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11 INVENTORIES

As at 30 June 2023 and 31 December 2022, inventories comprised the following:

	<u>30 June 2023</u>	<u>31 December 2022</u>
Properties held for sale (*)	15.683.366	15.683.366
Raw materials (**)	118.478.135	169.826.764
Trading goods	33.462.575	53.421.900
Provision for impairment on inventories	(2.511.489)	(1.786.358)
Other	56.263.203	43.462.793
Total	<u>221.375.790</u>	<u>280.608.465</u>

Movements of properties held for sale for the period ended 30 June 2023 and 2022 are as follows:

	<u>2023</u>	<u>2022</u>
Balance at the beginning of the period (1 January)	15.683.366	26.526.973
Disposals (***)	-	(1.768.234)
Balance at the end of the period (30 June)	<u>15.683.366</u>	<u>24.758.739</u>

(*) The Group’s land classified as inventory transferred from investment property consist of the land plots on which residential flats started to be built in 2011 in the scope of the residential project in Denizli. The land is located in Denizli, Plot 6224, and Parcel numbered 1. In addition, the offices of the Sky City Office Project and the apartments in the Sümerpark Houses 3rd Block are included in the properties held for sale.

(**) A significant portion of the raw materials comprised of inventories held by the Group’s subsidiaries which operates in energy generation, natural gas sales, and mining.

As at 30 June 2023 and 31 December 2022, the mortgage or pledge on the inventory of the Group is explained in Note 19.

(***) As at 30 June 2022 disposals amounting to TL 1.768.234 include cost of sales related to Sky City Office.

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12 PREPAID EXPENSES

Prepaid expenses-current

As at 30 June 2023 and 31 December 2022, current prepaid expenses comprised the following:

	<u>30 June 2023</u>	<u>31 December 2022</u>
Prepaid expenses (*)	136.251.567	96.785.881
Advances given (**)	332.883.108	238.462.560
Other	18.213.369	2.781.159
Total	<u>487.348.044</u>	<u>338.029.600</u>

Prepaid expenses-non current

As at 30 June 2023 and 31 December 2022, non-current prepaid expenses comprised the following:

	<u>30 June 2023</u>	<u>31 December 2022</u>
Advances given (**)	176.618.485	112.449.018
Prepaid expenses (*)	4.756.408	6.204.676
Total	<u>181.374.893</u>	<u>118.653.694</u>

(*) As at 30 June 2023 and 31 December 2022, the major part of prepaid expenses comprises of prepaid expenses for energy, mining and port operation activities of the Group.

(**) As at 30 June 2023 and 31 December 2022, the major part of current and non-currents advances given comprises of advances given for developing projects of the Group for energy, mining and port operation investments.

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13 INVESTMENT PROPERTY

As at 30 June 2023 and 31 December 2022, investment properties comprised the following:

	<u>30 June 2023</u>	<u>31 December 2022</u>
Non-operating investment properties		
- Hospital land in Denizli	109.170.000	109.170.000
- Land in Bodrum	12.390.000	12.390.000
- Land in Bilecik	880.000	880.000
- Land in Bodrum	4.035.000	4.035.000
- Building in Karaköy (*)	775.371.748	375.050.389
Operating investment properties		
- Van Shopping Mall ("Van AVM")	1.491.235.000	1.491.235.000
- School building in Denizli	133.575.000	133.575.000
Total	<u>2.526.656.748</u>	<u>2.126.335.389</u>

(*) As of 1 January 2022, the Group has reclassified the building in Karaköy to investment property, which was previously accounted as building under tangible assets. According to the valuation report as of 1 January 2022, the difference between fair value amounting 212.275.000 and carrying value of the property, including tax effect, amounting to TL 154.855.304 has been accounted in increases in revaluation of tangible assets under equity. According to the recent valuation report as of 31 March 2023, the fair value of the property upon completion of the project is amounting to TL 918.790.000 (31 December 2022 TL 506.185.000). The net value amounting of TL 775.371.748, which was calculated by deducting the estimated cost of TL 165.875.000 to be incurred for the completion of the Project and considering the cost amount of TL 22.456.748 realised in the last 3 months as of 30 June 2023, has been accounted in investment properties in the financial statements. The difference between the fair value as of 31 March 2023 and 1 January 2023 amounting to TL 359.915.995 has accounted as valuation gain under income from investing activities in profit or loss.

14 PROPERTY, PLANT AND EQUIPMENT

Movements of property, plant and equipment for the six-month periods ended 30 June 2023 and 2022 are as follows:

	<u>2023</u>	<u>2022</u>
Carrying value as at 1 January	4.056.772.208	2.873.410.322
Additions	312.344.487	111.388.106
Disposals	(10.134.518)	(3.119.926)
Current period depreciation	(171.221.045)	(112.133.138)
Transfer	-	(14.455.875)
Currency translation differences	1.383.144.756	622.776.083
Carrying value as at 30 June	<u>5.570.905.888</u>	<u>3.477.865.572</u>

A significant portion of the additions are comprised of construction in progress, machinery and equipment and furniture and fixtures for the six-month periods ended 30 June 2023 and 2022.

Information on mortgages and pledges on property, plant and equipment is presented in Note 19.

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15 RIGHT OF USE ASSETS

Movements of right of use assets for the period ended 30 June 2023 and 2022 are as follows:

	Lease rights related to port concession agreements	Other (*)	Total
Carrying value as at 1 January 2023	1.433.985.097	135.152.228	1.569.137.325
Additions	-	82.211.261	82.211.261
Disposals	-	(28.132.161)	(28.132.161)
Current period depreciation	(30.839.796)	(35.362.516)	(66.202.312)
Currency translation differences	557.836.906	20.998.519	578.835.425
Carrying value as at 30 June 2023	1.960.982.207	174.867.331	2.135.849.538

	Lease rights related to port concession agreements	Other (*)	Total
Carrying value as at 1 January 2022	1.088.533.964	69.129.543	1.157.663.507
Additions	-	8.659.842	8.659.842
Disposals	-	(592.462)	(592.462)
Transfers	-	(4.400.000)	(4.400.000)
Current period depreciation	(23.927.673)	(16.774.646)	(40.702.319)
Remeasurement effect for the period	-	30.006.351	30.006.351
Currency translation differences	257.764.548	5.251.782	263.016.330
Carrying value as at 30 June 2022	1.322.370.839	91.280.410	1.413.651.249

(*) Includes leasing of office, vehicle, production equipment and information technology equipment etc.

Group, as a lessee, has recognised right-of-use assets representing its rights to use the underlying assets and lease liabilities representing its obligation to make lease payments in condensed consolidated financials.

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16 INTANGIBLE ASSETS AND GOODWILL

Movements of other intangible assets for the six-month periods ended 30 June 2023 and 2022 are as follows:

	<u>2023</u>	<u>2022</u>
Carrying value as at 1 January	<u>9.621.485.611</u>	<u>5.811.334.476</u>
Additions	1.388.791.396	587.153.214
Disposals	(9.012.272)	-
Current period amortization	(227.527.831)	(186.595.316)
Additions to the scope of consolidation	-	7.754.036
Currency translation differences	3.953.324.736	1.318.041.761
Carrying value as at 30 June	<u>14.727.061.640</u>	<u>7.537.688.171</u>

The details of port operation rights as at 30 June 2023 and 31 December 2022 are as follows:

TL	30 June 2023		31 December 2022	
	Net book value	Remaining amortization period	Net book value	Remaining amortization period
Creuers del Port de Barcelona	1.654.643.366	84 months	1.266.381.406	90 months
Cruceros Malaga	225.930.193	110 months	165.322.291	116 months
Valletta Cruise Port	1.426.470.213	521 months	1.021.667.446	527 months
Port of Adria	334.844.522	246 months	243.255.766	252 months
Ege Port	1.188.845.510	117 months	163.362.380	123 months
Nassau Cruise Port	8.959.850.169	290 months	5.973.636.109	296 months
Cagliari Cruise Port	27.674.487	42 months	22.394.711	48 months
Catania Cruise Port	33.064.568	54 months	25.933.374	60 months
Bodrum Cruise Port	59.274.008	537 months	43.398.193	543 months
Tarragona Cruise Port	34.462.776	129 months	10.845.303	135 months
Canary Islands Cruise Port	134.184.526	468 months	88.374.722	474 months
Alicante Cruise Port	28.634.139	177 months	-	-
Total	<u>14.107.878.477</u>		<u>9.024.571.701</u>	

Port operating rights of Nassau have been created by discounted cash outflows of fixed payments related to the future concession fees payable to the government and future payments to local organization (in substance payments to obtain the rights) in accordance with the concession agreement. The discount rate used is a risk-adjusted rate that matches the duration of concession term and currency of the cash flows. As these payments are contractually agreed simultaneously with the port operating rights with an interest rate of 2,39% and 2047 maturity, an equivalent long-term financial liability of USD 44.068.827 (TL 1.137.993.733), short term financial liability of USD 55.524 (TL 1.433.812) has been created.

All port operating rights have arisen as a result of TFRS 3 Business combinations, except BPI, Port Operation Holding S.r.l and Nassau Cruise Port, which arose as a result of applying TFRS Interpretation 12. Each port represents a separate CGU as per TAS 36.

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16 INTANGIBLE ASSETS AND GOODWILL (continued)

b) Goodwill:

	<u>2023</u>	<u>2022</u>
Carrying value as at 1 January	267.446.878	193.832.424
Currency translation differences	96.067.524	49.774.487
Carrying value as at 30 June	<u>363.514.402</u>	<u>243.606.911</u>

17 EQUITY ACCOUNTED INVESTEEES

As at 30 June 2023 and 31 December 2022, the details of financial information related to equity accounted investees are as follows:

	Effective voting power	Effective ownership held	Carrying value	
			30 June 2023	31 December 2022
Assets				
Port of Singapore	40,00 %	15,76 %	141.824.393	104.615.839
Port of Lisbon	50,00 %	29,36 %	248.874.426	163.529.967
Venezia Investimenti Srl	25,00 %	15,89 %	38.776.052	28.044.998
Pelican Peak Investment Inc.	10,23 %	6,50 %	10.463.971	7.764.212
Total Assets			<u>439.938.842</u>	<u>303.955.016</u>
Liabilities				
IEG	50,00 %	37,50 %	(799.248)	(870.685)
Total Liabilities			<u>(799.248)</u>	<u>(870.685)</u>
			<u>439.139.594</u>	<u>303.084.331</u>

The financial information that represents summary financial information of 100% of the of the Group's investments accounted for using the equity method as at 30 June 2023 and 31 December 2022 are as follows:

	Current Assets	Non Current Assets	Total Assets	Current Liabilities	Non-current Liabilities	Total Liabilities	Income	Expenses	Net Profit/(Loss) for the period
30 June 2023									
IEG	1.082.786	8.875	1.091.661	(2.690.158)	-	(2.690.158)	159.533	(16.656)	142.877
Port of Lisbon	139.958.855	653.987.519	793.946.374	(71.959.146)	(224.238.377)	(296.197.523)	93.917.214	(66.662.630)	27.254.584
Port of Singapore	421.101.884	211.486.109	632.587.993	(159.966.783)	(118.060.227)	(278.027.010)	356.374.514	(214.615.076)	141.759.438
Venezia Investimenti Srl	78.607.476	336.953.213	415.560.689	(1.517.838)	(258.938.644)	(260.456.482)	-	(1.560.656)	(1.560.656)
Pelican Peak Investment Inc.	-	128.133.078	128.133.078	(13.338.962)	(12.507.005)	(25.845.967)	-	(3.800.998)	(3.800.998)
31 December 2022									
IEG	771.603	8.876	780.479	(2.521.849)	-	(2.521.849)	81.275	(133.384)	(52.109)
Port of Lisbon	110.591.271	476.870.278	587.461.549	(49.977.352)	(210.424.263)	(260.401.615)	127.040.100	(98.860.760)	28.179.340
Port of Singapore	293.192.952	182.604.642	475.797.594	(103.687.043)	(110.570.955)	(214.257.998)	376.097.023	(280.965.120)	95.131.903
Venezia Investimenti	56.554.594	240.045.879	296.600.473	(1.847.297)	(182.573.184)	(184.420.481)	-	(1.902.532)	(1.902.532)
Pelican Peak Investment Inc.	-	90.414.971	90.414.971	(5.940.635)	(8.577.831)	(14.518.466)	-	(2.457.917)	(2.457.917)

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18 PROVISIONS, CONTINGENT ASSETS AND LIABILITIES

18.1 Other provisions

As at 30 June 2023 and 31 December 2022, the details of other provisions are as follows:

Other Current Provisions

	<u>30 June 2023</u>	<u>31 December 2022</u>
Provision for lawsuits	13.263.114	13.148.661
Provisions for the purchase of Nassau (***)	326.044.607	234.476.138
Other current provisions	8.042.080	9.502.179
	<u>347.349.801</u>	<u>257.126.978</u>

Other Non-current Provisions

	<u>30 June 2023</u>	<u>31 December 2022</u>
Provisions for the purchase of Port of Barcelona (*)	232.183.338	172.799.280
Provisions for the purchase of Port Operation Holding (**)	11.218.589	7.943.505
Provisions for the purchase of Nassau (***)	46.787	33.878
	<u>243.448.714</u>	<u>180.776.663</u>

(*) As part of the concession agreement between Creuers and the Barcelona and Malaga Port Authorities entered in 2013, the company has an obligation to maintain the port equipment in good operating condition throughout its operating period, and in addition return the port equipment to the Port Authorities in a specific condition at the end of the agreement. Therefore, replacement provisions have been recognized based on Management’s best estimate of the potential capital expenditure required to be incurred in order to replace the port equipment assets in order to meet this requirement.

(**) On 13 June 2011, Catania Port Authority and Catania Passenger Terminal S.r.l. (“CCT”), reached an agreement on the concession rights of the Catania Passenger Terminal, which will expire on 12 June 2026. CCT is obliged to pay a concession fee to the Port Authority of EURO 152.974 per year until the concession is over. The expenses related to this concession agreement are recorded on a linear basis over the duration of the concession period and accrued in the relevant years.

On 14 January 2013, Cagliari Cruise Port (“CCP”) and Cagliari Port Authority signed a contract in connection with the concession right of the Cagliari Cruise Terminal operating expiry on 13 January 2029. CCP is obliged to pay a concession fee to the Port Authority of EURO 48.403 per year until the concession is over. The expenses related to this concession agreement are recorded on a linear basis over the duration of the concession period and accrued in the relevant years.

(***) As part of agreement between NCP and Government of Bahamas entered in 2019, ancillary contributions will be made to local community to increase the wealth of people of Bahamas. These payments will be made as grant and partly as interest free loan. Therefore, a provision is provided for ancillary contributions based on the company management’s best estimate of these payments. As at 30 June 2023, these provisions have been recognized as current and non-current.

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18 PROVISIONS, CONTINGENT ASSETS AND LIABILITIES*(continued)*

18.2 Legal issues

There are lawsuits pending that have been filed against or by the Group. These lawsuits primarily include the labor and debt cases. The management of the Group assesses the possible results and financial effects of these lawsuits at the end of each period and as a result of these assessments, the required provisions are recognized for those possible earnings and liabilities. The amount of provision that has been accounted for is stated in Note 18.1. The information related with the significant lawsuits that the Group is directly or indirectly a party is as follows:

- (i) The former owner of the shares of a subsidiary of the Group filed a lawsuit against the Group for the restitution of the shares. On 2 March 2010, the court decided on return of shares on a free of charge basis to the former owners. Although the decision was overruled, the first instance court ruled against the Group again, and the judgment became final on 3 March 2016. The shares that are subject matter of the case were transferred to a foreign company during court hearings and examinations in 2015. On the other hand, the Group has filed counter claims in order to collect the expenditure made for the purposes of the project against the 4 partners on 21 April 2016. Three of the court claims have been ruled in favor of the Group by the courts of first instance, and the other one is still pending before the court of first instance. One of the first instance court decisions, which was in favor of the Group, was affirmed by the Court of Cassation (partial affirmation, partial overruling). The other two were reversed by the upper regional courts, due to procedural reasons, and were sent back to the first instance courts, upon which the first instance courts ruled against the Group. Both of these decisions were first brought before the regional courts, upon the regional courts’ ruling against the Group, the cases were brought before the Court of Cassation. Group lawyers succeeded in their application to take and impose an interim injunction on company shares of one of the debtors.
- (ii) GYH and Global Liman were part of a consortium which participated in the tender process relating to the privatization of İzmir Port. The joint venture in which the Group also attended placed as the highest bid for the tender regarding the privatization of the operating rights of TCDD İzmir Ports via transferring method conducted by the Privatization Administration on 3 July 2007. The High Council of Privatization Administration approved the tender. Liman-İş and Kamu İşletmeciliğini Geliştirme Merkezi Vakfı separately filed lawsuits for the cancellation of the tender. These lawsuits were rejected by the Council of State. Plaintiffs appealed the verdicts. 1st Department of Council of State has approved the Privatization of Operating Rights without waiting for the approval of the 13th Department of Council of State. High Council of Privatization has invited the Joint Venture to sign the Agreement with a declaration dated 23 September 2009.

The Group, on behalf of the joint venture partnership participating in the tender, requested an extension from the PA to complete the privatization by 15 April 2010. The PA granted a 45-day extension on 10 November 2009, permitting the joint venture to complete the privatization by 24 December 2009. Pursuant to the terms of the tender, on 7 January 2010 the PA cancelled the tender and called the USD 15.000.000 bid bond provided by GYH and its joint venture partners during the bid process. On 8 January 2010, the Group deposited USD 6.900.000 in escrow, its portion of the bid bond, and on 12 January 2010 the PA received the bid bond in full from all joint venture partners. Following forfeiture of the bid bond, the Group and its joint venture partners fulfilled all of their obligations to the PA in connection with the tender.

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18 PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (continued)

18.2 Legal issues (continued)

The Group initiated a pilot debt recovery procedure of USD 10.000 against the PA with the Ankara Enforcement Authority (which then is to be followed by the actual procedure) claiming the repayment of the Bid Bond with a total amount of USD 12.750.000 which was liquidated on unjustifiable grounds. However, the proceeding was suspended upon defendant’s objection. The cancellation of the defendant’s claim and a penalty amounting to 40% of the total amount were requested from Ankara Commercial Court on the ground that defendant’s claim was unjustifiable. The expert, in the report, has the opinion that Group’s request was rightful. The defendant, Privatization Administration, made an objection to the Report. Although the latter expert report has also represented in favor of the Group, the Group has requested for correction of the expert report due to insufficient examination. The Court dismissed the lawsuit. The Group have appealed the Court decision. The Court of Appeal rejected the appeal and the rectification request thus the verdict became final. Since all the judicial remedies have been exhausted Group lawyers lodged an individual application to the Constitutional Court, this appeal has been rejected by the Constitutional Court through its decision dated 21 September 2021. The Group made an application to the European Court of Human Rights.

Group lawyers initiated a debt recovery procedure for TL 10.128.300, which is TL equivalent of USD 6.890.000 which amounts to USD 6.900.000 Group’s portion of the bid bond minus USD 10.000 as described above, against the PA and sent a payment order to the PA on 8 January 2020. The PA has objected to this payment order thus the execution proceeding is suspended. The Group will file a lawsuit against this objection in order to have it cancelled. The PA, besides the objection to the payment order, also filed a separate lawsuit before the Enforcement Court in order to have the execution proceeding cancelled. The Enforcement Court cancelled the execution proceeding. The Group also appealed this decision as objections to the payment orders shall be made to the Execution Offices, not to the Enforcement Courts, thus the Enforcement Court should have denied this application. This appeal before the Regional Court has been ruled in favour of the Group through the Regional Court’s decision dated 20 October 2021. The PA appealed this ruling.

- (iii) On 14 March 2008 the joint venture (“JV”) consisting of Energaz (newly titled as Enerya Gaz Dağıtım A.Ş. (“Enerya”)) and GYH placed the highest bid USD 1.610.000.000 for the tender relating to the privatization of the shares of “Başkent Doğalgaz Dağıtım A.Ş.” owned by the Municipality of Ankara via the block sale method. STFA Yatırım Holding A.Ş. and ABN Amro Infrastructure Capital Management Ltd. (newly named “Eiser Infrastructure Limited”) also became members of the JV. Along with other reasons, as the information in relation to Başkent Doğalgaz Dağıtım A.Ş. within the tender specifications was misleading the shares of Başkent Doğalgaz Dağıtım A.Ş. were not transferred to the JV. As the procedure was continuing, the Municipality applied to the guarantor bank to enable the liquidation of the USD 50.000.000 Letter of Guarantee, procured by the Consortium, submitted to the Municipality as a requirement under specifications by GYH, the 51,66 % participant of the JV.

The Group filed a lawsuit before the Ankara Administrative Court against the Municipality, requesting cancellation of the Municipality Council's resolution dated 22 January 2009, numbered 86/325 regarding the forfeiture of the letter of guarantee given by JV according to Article 10/c of the tender specification. The Group also requested an injunction on 15 January 2010. Ankara Administrative Court decided incompetence and the case has been taken over by the Thirteenth Chamber of Council of State. The Thirteenth Chamber of Council of State rejected the request for a stay for execution. The Group appealed and the Administrative Division of the High Council of the State overturned the rejection on 8 July 2010. At this point, 13th Chamber of Council of State completed the parts which were missed before. Afterwards, 13th Chamber of Council of State dismissed the case and the judgement of dismissal received on 4 August 2014. The decision has been appealed in due of time by the Group lawyers on 2 September 2014. The Chamber of Council of State approved the decision, and it was notified on 28 July 2016. Request of rectification has been submitted by the Group lawyers but this request of rectification has been rejected and thereby became final.

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18 PROVISIONS, CONTINGENT ASSETS AND LIABILITIES *(continued)*

18.2 Legal issues *(continued)*

On 2 July 2009, a decision of the Turkish High Council of Privatization Administration was published in the Official Gazette. Accordingly, the Privatization Administration shall be in charge in order to conduct and finalize the privatization process of the Başkentgaz shares as at the date of the decision as the Municipality could not close the tender in the two years period according to the Law No.4046. Thus, the Turkish Privatization Administration finalized the privatization process of the Başkentgaz shares by means of making several tenders in 2014.

In the meantime Boru Hatları ile Petrol Taşıma A.Ş. (“BOTAŞ”) initiated an execution process in accordance with the Article 79 of the Collection of the Public Receivables Act No. 6183 against the Municipality. As a precautionary measure, the Group applied to Beyoğlu Commercial Court to prevent the liquidation of the Letter of Guarantee amounting to USD 50.000.000. The court issued a precautionary measure for 15% of the collateral of the Letter of Guarantee which prevented the liquidation. The Municipality raised an objection against the measure, which was rejected by the Court.

Continuing with their precautionary measure, a lawsuit was filed by the Group against the Ankara Metropolitan Municipality and BOTAŞ before the First Chamber of the Beyoğlu Commercial Court claiming to dissolve the discrepancy for the payment of the bid amount and the restitution of the Letter of Guarantee. The court decided that it is not a competent court to conduct the case and that Ankara courts were the most appropriate forum for the litigation. The guarantor bank that provided the Letter of Guarantee requested an intervention in the lawsuit, which was then approved by the Court. The court additionally allowed the plaintiff to file a separate lawsuit against the PA and enabled this separate lawsuit to be combined with the pending lawsuit. Upon this order, the Consortium filed another lawsuit against the PA, as it became the competent authority to conduct the privatization process. The court decided to combine this lawsuit with the pending lawsuit which is behind Ankara 3rd Chamber Commercial Court.

The file has been sent to a three person expert commission for detailed examination on 17 January 2012. Commission declared in their report that the outcome of the Administrative Court case may be a prejudicial question however the Court, has not taken the objections to the Commission report into account and, rejected the case and cancelled the preliminary injunction on the Bid Bond on 26 February 2013. The Bid Bond amounting to USD 50.000.000 has been paid by the Group. The decision has been appealed. As a result of the appeal, the Court of Cassation acknowledged all objections and reversed the decision in favor of the Group. The defendant Municipality requested for the revision of decision and such revision request has been rejected by the Court of Cassation. The file has been sent to Ankara 4th Chamber Commercial Court with the file number 2016/37 and been approved the remittitur and ruled an interim decision to wait the decision of the Chamber of Council of State. The court decided in the hearing dated 27 June 2018 to refer the court file to expert examination. The expert report was in favor of the Group. The court has decided to obtain an expert report from a new experts commission in line with the parties’ objections. The new expert panel has also concluded in favour of the Group. The parties have submitted their statements and objections in respect of the new expert report. In the hearing dated 25 November 2020 the court rejected the case on the grounds that it is not a competent court to conduct the case that administrative courts were the most appropriate forum for the litigation. The decision has been appealed by Group lawyers. Lawyers of the Municipality also appealed the decision following the receipt of Group lawyers’ petition of appeal. The Court of Cassation 11th Civil Chamber held an appeal hearing on 14 February 2023. The Court of Cassation decided to reverse the decision of the first instance court, in favor of the Group, and send back the case to the first instance court for retrial.

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18 PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (continued)

18.2 Legal issues (continued)

Briefly as at 31 December 2012, the Group allocated provision amounting to USD 50.000.000 (TL 89.130.000) under “provisions” in its consolidated financial statements. The reimbursement of the provisions is accounted for under “other receivables” as “reimbursement of provisions” amounting to USD 24.170.000 (TL 43.085.422) and a net amount of provision and reimbursement of the provision amounting to USD 25.830.000 (TL 46.044.558) is accounted for as provision expense under “finance costs” in the consolidated financial statements. As of 31 December 2013, since the liability have been paid, the receivables amounting to TL 51.586.031 (31 December 2014: TL 38.656.063) accounted as “reimbursement of payments” in the other receivables. As at 31 December 2014, the Group has come to agreement with the other partners of the Consortium, Enerya and STFA, and the related amount has been collected. The difference between the receivable arising from the recourse and the agreed amount has been written off and expensed under finance costs in the amount of TL 9.379.317. As of 31 December 2016, USD 16.670.000 is accounted for under “other receivables” as “reimbursement of provisions”. However, the legal process with regards to the other member of the Consortium is still ongoing and yet the Group management considers that collection of the receivables from the other members of the Consortium shall have a positive impact on the process. Although preparations to start legal proceedings abroad with regards to such receivable, in order to speed up the collectability of such receivable which is already in a high chance upon winning the case, based on the precautionary principle, the Group has allocated provision amounting to TL 62.877.573 for the provision to be indemnified which are accounted under the other receivables as “reimbursement of provisions” in the consolidated financial statements as of 31 December 2017.

- (iv) The Company filed a lawsuit of USD 15.000 against ABN Amro Infrastructure Capital Management Ltd. before Beyoğlu Commercial Court claiming that the defendant, with regards to the related articles of the JV Agreement signed between the Parties after the Tender of the Privatization of Başkent Doğalgaz Dağıtım A.Ş. arranging to share jointly all the financial, accounting, legal, tax, commercial and insurance expenses, has not paid its share of USD 236.918, reserving the right to claim the whole amount. The expert report and the additional report have been received and the parties have raised objections to such reports. In the hearing held on 3 March 2014, it has been decided to be pended the filing until the decision of the file numbered 2010/920 E before 13th Council of State. Since the lawsuit with the file numbered 2010/920 E before 13th Council of State which is regarding the forfeiture of the letter of guarantee has been decided to be pended, interrelation with and the differences from the lawsuit have been indicated in the most recent petition. In the said petition, it has been stated that the decision taken by the Administrative Court has no defect evaluation for the Company; and only has a defect evaluation for the JV, and therefore it has been defended that the interrelation of the parties are different and lawsuit must be approved without making it a pending issue. During the hearing held on 24 February 2016, the Court has removed the pending decision and rejected the lawsuit. The decision of the first instance court is appealed by the Group on 27 May 2016. The Court of Appeal has accepted the appeal and overruled the Court decision on 26 November 2018. The Court will re-examine the court file in accordance with the Court of Appeal decision. At the hearing held on 10 October 2019, the court ruled to abide by the overturning decision of the Court of Appeal and to wait for the result of the 2010/308 E. file (new file number as 2016/37 E.) of Ankara 4th Commercial Court and adjourned the hearing to 13 February 2020. At the hearing held on 24 February 2022, the Court decided to await the full case file to be received from the Ankara 4th Commercial Court, in line with the previous preliminary rulings. The next hearing will be held on 14 September 2023.

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18 PROVISIONS, CONTINGENT ASSETS AND LIABILITIES *(continued)*

18.2 Legal issues *(continued)*

- (v) Dağören, one of GYH's subsidiaries made an application to the General Directorate of State Hydraulic Works (the “Administration”) to obtain a generation licence for the Dağören Hydroelectric Power Plant (“HEPP”).

According to correspondence sent by the Administration dated 18 July 2008, the Administration accepted the application and the generation licence had to be granted by the Energy Market Regulatory Authority (“EMRA”). Subsequently, Dağören completed its licence application to EMRA and EMRA approved the application for a 46 year generation licence on 27 November 2008. Consequently, the Right of Water Usage Agreement was signed and sent to Dağören by the Administration.

On the grounds that the Bilateral Cooperation Agreement (“Agreement”) between Turkey and USA is abrogated, which includes the development of Hakkari Dam and Hydroelectric Power Plant (“HEPP”) Project located on the upper level of Dağören Regulator and HEPP Project, the Administration refrained from signing the water utilization rights agreement and subsequently notified Dağören, that Dağören Regulator and HEPP Project is also cancelled.

Dağören lawyers filed a lawsuit in the Sixteenth Administrative Court of Ankara to cancel the administrative decision given by the Administration on grounds that EMRA is the only body entitled to give or cancel any production licence; that the Administration has no authorization to cancel a project which is already approved by EMRA; that the Administration has no right to refrain from signing the water utilization rights agreement of any project that is approved by EMRA and the cancellation of Hakkari Dam and HEPP Project is not automatically a reason for the cancellation of the Dağören Regulator and HEPP Project.

The Court decided against Dağören as a matter of public interest and not considering any contradiction against the law. Dağören appealed the verdict to the Council of State declaring that the process conducted by the Administration cannot be lawful as a matter of public interest where it contradicts the express provisions of the law. The Council of State approved the decision of the Court of the First Instance. The Group Lawyers applied for a request of rectification which has been rejected by the Council of State, and thereby the decision of the Court of First Instance became firm. As a result of exhaustion of legal remedies, the Group Lawyers have made an individual application to Constitutional Court on 11 February 2019. On 20 April 2020 the Constitutional Court partially accepted our claims regarding the breach of our constitutional rights, ordered to be paid TL 16.000 and decided the court decision to be served to the relevant courts and governmental authorities.

The Group also filed a full remedy action against the Administration for the recovery of damages incurred in respect of HEPP Project before 23th Administrative Court of Ankara on 12 March 2019. Court rejected the file through its ruling dated 23 November 2021. This ruling has been appealed by the Group. The Regional Administrative Court has dismissed the first instance court’s decision. The decision of the Regional Administrative Court has been appealed by the Administration. The Group Lawyers have also appealed the Regional Administrative Court’s decision with regards to Group’s claims which have not been adjudged by the Regional Administrative Court.

As at 31 December 2017, based on the precautionary principle and according to the current existing situation, the Group has accounted for an impairment provision amounting to TL 50.968.072 for the HEPP license and for the other tangible assets accounted in the consolidated financial statements.

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18 PROVISIONS, CONTINGENT ASSETS AND LIABILITIES *(continued)*

18.2 Legal issues *(continued)*

- (vi) Raiffeisen Centrobank AG (“Raiffeisen”) filed a lawsuit before the 14th Commercial Court of First Instance in request for recognition and approval of the decision numbered 600337-2013 dated 14 October 2014 made by Swiss Chambers’ Arbitration Institution and the reimbursement of litigation cost, lawyer expense and other compensable expenses by the Group. The Group lawyers submitted a petition and claimed that the conflict causing arbitration process was out of the scope of the conditions of the agreement signed by the parties, so the arbitrator was unauthorized and also Group lawyers asserted other reasons to the Court. Afterwards, Raiffeisen submitted a counter petition against Group’s declarations and the Group lawyers submitted rebuttal petition dated 6 July 2015 together with the legal opinion prepared by Prof. Dr. Cemal Şanlı. In the hearing held on 10 March 2016, the expert report was submitted to the Court and the parties have raised objections and statements to the report. However, in the hearing held on 2 February 2017, the Court accepted the case and decided to the recognition and approval of the decision numbered 600337-2013 dated 14 October 2014 made by Swiss Chambers’ Arbitration Institution. The Group lawyers appealed the decision before the Provincial High Court. The Provincial High Court ruled on rescission of the court decision due to short payment of the court claim fee by the claimant. The file has returned to the first instance court and on the hearing dated 29 November 2018, the Court ordered the claimant to remit the remaining court claim fee amount until the next hearing. Raiffeisen remitted the remaining court fee. At the hearing held on 5 December 2019, the court accepted the court claim and ruled to approve the arbitration award. The reasoned decision has been served to the parties and the Group lawyers appealed this decision before the Regional Court. The Group has accounted provision amounting to TL 4.147.795 for this lawsuit in its consolidated financial statements in 2014.
- (vii) In Global Menkul Değerler A.Ş., one of the subsidiaries of the Group, a group of clients failed to fulfill their margin requirements and went into default as a result of margin trading in a stock in May 2021. As a result of the negotiations with these clients, most of the default amount was collected, and for the remaining balance, precautionary attachment decisions were taken against the relevant clients and execution proceedings were commenced. A provision of TL 7.230.624 has been accounted as of 31 December 2021 for the part that is anticipated to be difficult to collect. As a result of the settlement reached with three of the clients, the agreed part has been collected. As of 30 June 2023, the amount of provision made in the consolidated financial statements is TL 4.181.946.
- (viii) A now former employee in the Accounting Department of Global Menkul Değerler A.Ş., fraudulently prepared fake money transfer instructions and sent them via fax to the banks and transferred money from Company’s accounts to third party accounts without Company’s knowledge and approval. The total amount transferred is TL 31.710.677. A criminal complaint was filed by the Group’s lawyers in December 2021 and the former employee was arrested by the relevant court. A criminal lawsuit is filed against the former employee in the competent court by the Prosecution Office and the trial is pending. The former employee was released from jail by the court, with the trial pending. A separate investigation conducted by the Prosecutor’s Office regarding this incident is also pending. A lawsuit for monetary damages has also been filed against the former employee.

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18 PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (continued)

18.2 Legal issues (continued)

- (ix) The Port of Adria-Bar (Montenegro) is a party to the disputes arising from the collective labour agreement executed with the union by Luka Bar AD (former employer/company), which was applicable to Luka Bar AD employees transferred to Port of Adria-Bar. The collective labour agreement has expired in 2010, before the Port was acquired by the Group under the name of Port of Adria-Bar. However, a number of lawsuits have been brought in connection to this collective labour agreement seeking (i) unpaid wages for periods before the handover of the Port to the Group, and (ii) alleged underpaid wages as of the start of 2014. On March 2017, the Supreme Court of Montenegro adopted a Standpoint in which it is ruled that collective labour agreement cannot be applied on rights, duties and responsibilities for employees of Port of Adria-Bar after 30 September 2010. Although the Standpoint has established a precedent that has applied to the claims for the period after 30 September 2010; there are various cases pending for claims related to the period of 1 October 2009 – 30 September 2010. In respect of the foregoing period of one year, the Port of Adria-Bar has applied to the Constitutional Court to question the alignment of the collective labour agreement with the Constitution, Labor Law, and general collective agreement. The Port of Adria-Bar is notified that the application for initiating the procedure for reviewing the legality of the Collective Agreement has been rejected due to a procedural reason, without evaluating the arguments submitted. In evaluating the merits of the existing cases, local courts have ruled out in contradiction of the previous judgments which has allowed Port of Adria-Bar to appeal before the Supreme Court of Montenegro and request re-evaluation of the applicability of the dispute clauses of the collective labour agreement until 30 September 2010. As of 30 June 2023, the Group has allocated a provision expense of EUR 295.363 for this lawsuit in its consolidated financial statements.
- (x) On 29 April 2019, the Competition Authority initiated an investigation against Ortadoğu Liman due to an alleged excessive pricing of certain services in breach of Article 6 of the Competition Law. As a result of such investigation Ortadoğu Liman was imposed an administrative fine of TRY 12.145.321 over its Turkish Lira turnover of 2019. The reasoned decision of the Competition Authority has been received on 20 August 2021 and the sum of TL 9.108.991 administrative fine has been paid within 30 days from date of receipt. On 18 October 2021, Ortadoğu Liman has filed an administrative lawsuit for the cancellation of this decision and the associated administrative fine and challenged this ungrounded decision of the Competition Authority before the competent administrative court. The group’s lawyers believe that, based on precedents, such lawsuit has the potential to revert the decision. The court process may take up to an additional 18 to 24 months.
- (xi) Ortadoğu Liman has been sued by the ship owner due to damages suffered by a commercial ship. Following the local court’s decision accepting the claims of the ship owner, Ortadoğu Liman has filed an appeal against such decision. The Group management considers that the case shall be concluded in favour of the company. As of 31 December 2022, the Group did not allocate a provision expense for this lawsuit in its consolidated financial statements.

18.3 Contingent liabilities

Details of the Group’s guarantees, pledges and mortgages (“GPM’s”) are presented in Note 19. The Group’s other contingent assets and liabilities are disclosed in the consolidated financial statements as at 31 December 2022. As at 30 June 2023, there were no significant changes in these contingent assets and liabilities.

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19 COMMITMENTS

As at 30 June 2023 and 31 December 2022 guarantees, pledges and mortgages (GPMs) given by the Group are presented below:

30 June 2023

	TL Equivalent	Original Amount		
		TL	USD	EUR
A Total amount of GPMs given in the name of its own legal personality	2.690.050.456	888.194.456	-	64.000.000
B Total amount of GPMs given in the name of the consolidated subsidiaries and joint	13.016.952.675	1.633.653.983	343.888.995	88.904.553
C Total amount of GPMs given to be able to conduct ordinary business transactions to secure payables of third parties	-	-	-	-
D Other GPMs given	-	-	-	-
- Total amount of GPMs given in the name of the main shareholder	-	-	-	-
- Total amount of GPMs given in the name of other group companies except for B	-	-	-	-
- Total amount of GPMs given in the name of third parties except for C	-	-	-	-
Total	15.707.003.131	2.521.848.439	343.888.995	152.904.553

31 December 2022

	TL Equivalent	Original Amount		
		TL	USD	EUR
A Total amount of GPMs given in the name of its own legal personality	2.164.322.056	888.488.456	-	64.000.000
B Total amount of GPMs given in the name of the consolidated subsidiaries and joint	12.630.185.078	1.800.685.039	351.982.292	213.095.102
C Total amount of GPMs given to be able to conduct ordinary business transactions to secure payables of third parties	-	-	-	-
D Other GPMs given	-	-	-	-
- Total amount of GPMs given in the name of the main shareholder	-	-	-	-
- Total amount of GPMs given in the name of other group companies except for B	-	-	-	-
- Total amount of GPMs given in the name of third parties except for C	-	-	-	-
Total	14.794.507.134	2.689.173.495	351.982.292	277.095.102

As at 30 June 2023 the ratio of other GPMs given to the Group’s equity is 0% (31 December 2022: 0%).

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(Currency: Amounts expressed in Turkish Lira (“TL”) unless otherwise stated)

19 COMMITMENTS (continued)

The details of the GPMs (contingent liabilities) given by the Group are presented below:

	<u>30 June 2023</u>	<u>31 December 2022</u>
Given to Energy Market Regulatory Authority (1)	2.168.760	2.168.760
Given for tenders	78.508.621	115.184.966
Given to Borsa Istanbul	12.500	12.500
Given to banks	119.280.000	120.077.396
Given to Takasbank	142.025.000	92.025.000
Given to Privatization Administration	2.931.126	2.096.123
Given to supply for natural gas	139.130.022	234.502.781
Given to courts, ministries, Tax Administration	295.537.852	207.887.858
Given to Capital Markets Board	67.776	69.576
Other	313.939.818	230.871.875
Total letters of guarantee	<u>1.093.601.475</u>	<u>1.004.896.835</u>
Mortgages and pledges on inventory, property plant and equipment and investment property (2)	10.825.335.297	10.290.594.059
Pledges on equity securities (3)	1.620.689.092	1.646.711.252
Sureties given (4)	2.167.377.267	1.852.304.988
Total contingent liabilities	<u>15.707.003.131</u>	<u>14.794.507.134</u>

(1) The amounts include the letters of guarantee given by the Group for its subsidiaries operating in energy sector to EMRA.

(2) Mortgages and pledges on inventory, property, plant and equipment and investment property:

As at 30 June 2023, there is a mortgage amounting to TL 720.000.000 and EURO 53.000.000 (TL 1.492.162.000) over one of the buildings of the Group (which is classified as property, plant and equipment) with respect to the loans obtained (31 December 2022: TL 720.000.000 and EURO 53.000.000).

As at 30 June 2023, there is mortgage on the land of the Group located in Denizli, as collateral of the Group’s bank loans amounting to TL 165.000.000 and EURO 11.000.000 (TL 309.694.000) (31 December 2022: TL 165.000.000 and EURO 11.000.000). Additionally, as at 30 June 2023, there is a mortgage on the land of the Group located in Van, related with the loans utilized by Global Ticari Emlak amounting to USD 50.000.000 (TL 1.291.155.000) (31 December 2022: USD 50.000.000 (TL 934.915.000)).

As at 30 June 2023, there is a mortgage over the property, plant and equipment of the Group’s subsidiaries which are operating in energy generation sector amounting to USD 207.850.000 (TL 5.367.331.335) and TL 676.000.000 with respect to the loans utilized by those subsidiaries.

As at 31 December 2022, there is mortgage over the property, plant and equipment of the Group’s subsidiaries which are operating in energy generation sector amounting to USD 207.850.000 (TL 3.886.441.655), EURO 90.000.000 (TL 1.794.141.000) and TL 676.000.000 with respect to the loans utilized by those subsidiaries.

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19 COMMITMENTS *(continued)*

As at 30 June 2023, there is a mortgage over the property, plant and equipment of VCP and Port of Adria amounting to EURO 18.752.084 (TL 527.946.173) and EURO 9.804.887 (TL 276.046.789) respectively due to the loans utilized by those companies.

As at 31 December 2022, there is a mortgage over the property, plant and equipment of Barcelona Port, VCP and Port of Adria amounting to EURO 13.493.042 (TL 268.982.443), EURO 18.752.084 (TL 373.820.919) and EURO 9.804.887 (TL 195.459.442) respectively due to the loans utilized by those companies.

(3) Pledges on equity securities:

As at 30 June 2023, the Group gave equity shares with a nominal value of TL 9.402 as collateral. There are pledges on shares of the subsidiaries which operating in port operations amounting to TL 1.365.079.690, on shares of the subsidiaries which operating in natural gas, mining, energy generation amounting to TL 210.000.000 and on shares of the subsidiaries which operating in real estate development amounting to TL 45.600.000 with respect to the loans obtained by the Group.

As at 31 December 2022, the Group gave equity shares with a nominal value of TL 9.402 as collateral. There are pledges on shares of the subsidiaries which operating in port operations amounting to TL 1.416.101.850, on shares of the subsidiaries which operating in natural gas, mining, energy generation amounting to TL 185.000.000 and on shares of the subsidiaries which operating in real estate development amounting to TL 45.600.000 with respect to the loans obtained by the Group.

(4) Securities given:

As at 30 June 2023, the Group provided surety amounting to EURO 5.892.709, USD 73.022.376 and TL 115.809.820, a total of amounting to TL 2.167.377.267 (31 December 2022: EURO 5.038.107, USD 81.365.673 and TL 230.471.066, a total of amounting to TL 1.852.304.988) with respect to loans and lease agreements of subsidiaries of the Group.

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20 EMPLOYEE BENEFITS

Payables related to employee benefits

As at 30 June 2023 and 31 December 2022, payables related to employee benefits comprised the following:

	<u>30 June 2023</u>	<u>31 December 2022</u>
Payables to personnel	71.899.958	139.268.802
Social security premiums payable	33.665.713	19.948.876
Other	2.116.913	1.798.843
Total	<u>107.682.584</u>	<u>161.016.521</u>

Provisions for employee benefits

As at 30 June 2023 and 31 December 2022, current and non-current provisions for employee benefits comprised the following:

Current provisions

	<u>30 June 2023</u>	<u>31 December 2022</u>
Provision for notice pay and vacations	32.369.206	19.849.103
Other	-	22.500.000
	<u>32.369.206</u>	<u>42.349.103</u>

Non-current provisions

Non-current provisions consist of provision for employment termination indemnities. The details of the non-current provisions are as follows:

	<u>30 June 2023</u>	<u>31 December 2022</u>
Provision for employment termination indemnity	43.353.637	42.363.993
	<u>43.353.637</u>	<u>42.363.993</u>

The assumptions used to recognize provision for employment termination indemnity are explained below:

Under the Turkish Labor Law, the Group is required to pay employment termination benefits to each employee who has qualified for such benefits as the employment ended. The amount payable consists of one month's salary limited to a maximum of TL 23.490 for each period of service as of 30 June 2023 (31 December 2022: TL 19.983).

Provisions for employment termination indemnity are not subject to any statutory funding.

For the period ended 30 June 2023 and 2022, the movement of the provision for employment termination indemnity as follows:

	<u>2023</u>	<u>2022</u>
Opening balance (1 January)	42.363.993	17.892.837
Interest for the period	1.810.797	1.112.875
Service costs	15.589.988	6.830.146
Payments within the period	(26.218.561)	(1.139.847)
Currency translation differences	1.835.164	519.720
Actuarial gain/losses	7.972.256	(153.132)
Closing balance (30 June)	<u>43.353.637</u>	<u>25.062.599</u>

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21 CAPITAL, RESERVES AND OTHER EQUITY ITEMS

21.1 Share capital / Capital adjustments due to cross ownership/ Treasury shares

Share capital:

As at 30 June 2023 and 31 December 2022 the Company’s statutory nominal value of paid-in share capital consists of 65.000.000.000 registered shares with a par value of TL 0,01 each. Number of shares is presented in lots in the consolidated financial statements and the accompanying notes (1 lot = 100 shares).

The issued capital of the Company is TL 650.000.000 and the authorized capital ceiling is TL 9.000.000.000 (31 December 2022: TL 650.000.000). The authorized capital ceiling permit given by the Capital Markets Board is valid for the years 2022-2026 (5 years). The shareholder structure of the Company is as follows:

	30 June 2023		31 December 2022	
	Proportion of share %	Value of share	Proportion of share %	Value of share
Mehmet Kutman (*)	33,92%	220.504.742	33,68%	218.904.742
Erol Göker	0,15%	974.747	0,15%	974.747
Publicly traded other shares (**)	65,93%	428.520.511	66,17%	430.120.511
Total	100%	650.000.000	100%	650.000.000
Adjustment related to inflation		34.659.630		34.659.630
Inflation adjusted capital		684.659.630		684.659.630

(*) Disclosed together with the shares of Turkcom Turizm Enerji İnşaat Gıda Yatırımlar A.Ş. which is owned by Mehmet Kutman.

The shares of the Company include privileged shares. The privileges of the (A), (D) and (E) group shares are explained below:

Two of the members of the Board of Directors are chosen among the candidates nominated by the owners of the group (A) shares. One of the members of the Board of Directors is chosen among the candidates nominated by the owners of the group (D) shares and one of them is chosen among the candidates nominated by the owners of the group (E) shares. Each member of the board is chosen by the decision of the majority of the shareholders of the privileged share group that nominated the candidate. All the shareholders have the right to nominate any candidate but, in order to select such candidates for the General Assembly; the nominations should be approved by the group (A) shares before the selection. All the shareholders have the right to nominate for two candidates for the Board. In case that group (D) and group (E) shares donot nominate any candidate, any shareholder can nominate a candidate.

Capital adjustments due to cross ownership / Treasury shares

The Company and some of the subsidiaries of the Group repurchased shares of the Company from the capital markets in prior periods. These repurchased shares are called as treasury shares. The shares can be sold back to the market. Profit or loss that arises as the result of the sale of the shares is accounted for under retained earnings in the consolidated financial statements. The shares are accounted for at cost under treasury shares owned by the Company and capital adjustments due to cross-ownership. Amounts related to these transactions are presented under “Increase/(decrease) due to treasury share transaction” in the consolidated statement of changes in equity. As at 30 June 2023, the Company and the subsidiaries of the Group has no share of Global Yatırım Holding A.Ş (31 December 2022: none).

In accordance with Article 520 of the Turkish Commercial Code no 6102, reserve provision is made for the treasury shares owned by the Group as the amount allocated to meet the acquisition value. As at 30 June 2023, there is no provision for the shares owned by the Group (31 December 2022: none).

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21 CAPITAL, RESERVES AND OTHER EQUITY ITEMS (continued)

21.2 Share premium/discounts

Share premium represents the inflow of cash arising from the sales of shares on market value. The premium amount is included in equity and cannot be distributed. It can only be used for the future capital increases.

21.3 Accumulated other comprehensive income/expense not to be reclassified to profit or loss

This item comprises, income/expenses defined as a component of other comprehensive income and reported for the period in which they arise and in no case transferred directly in equity through profit or loss such as following:

a) Gain/Loss on Revaluation and Remeasurement

- Actuarial loss on employee benefits

Based on the transitional provisions of the TAS 19 standard, starting from 1 January 2012 actuarial gains and losses in accordance with the announcement on the financial statements and footnote formats stated in the Communiqué Serial: II, 14.1 published in the Official Gazette No. 28676 dated 13 June 2013 followed under these accounts.

21.4 Other comprehensive income/expense to be reclassified to profit or loss

This item comprises, income/expenses defined as a component of other comprehensive income and reported for the period in which they arise and subsequently transferred directly in equity through profit or loss such as following:

a) Currency translation differences

Currency translation differences comprise the foreign exchange differences arising from the translation of the financial statements of subsidiaries and joint ventures from their functional currencies to the presentation currency (TL) recognized in the equity.

b) Gain or loss on hedging

Gain or loss on net investment hedge

The exchange rate differences that forms part of the Group's net investment in its subsidiaries Mavi Bayrak Enerji, Mavi Bayrak Doğu, Doğal Enerji and RA Güneş, operating in the energy generation segment whose functional currency is other than TL, and that arises from the payable of these subsidiaries to Consus Enerji, the shareholder of these subsidiaries, which has different functional currency from mentioned subsidiaries, are considered as a part of the net investment and the effective portion of this gain or loss is recognized in other comprehensive income in the consolidated financial statements. In relation to the mentioned accounting, the cumulative loss of TL 55.569.906, which is the share of the Group in the period ended 30 June 2023, has been accounted for as other comprehensive income or expense, which will be reclassified to profit or loss in equity in the consolidated financial statements (30 June 2022 : TL 21.107.839 loss).

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21 CAPITAL, RESERVES AND OTHER EQUITY ITEMS (continued)

21.5 Restricted reserves

As at 30 June 2023, the Group’s restricted reserves are total of TL 119,498.103 (31 December 2022: TL 11,498.088).

21.6 Retained earnings / accumulated losses and non-controlling interests

The retained earnings/accumulated losses excluding the net income/loss for the period, and the general reserves which have retained earnings/accumulated losses nature are included in retained earnings/accumulated loss account.

The result of these transactions is recognized under equity and is shown as change in ownership interests in subsidiaries without change in control in Consolidated Statement of Changes in Shareholders’ Equity.

21.7 Dividend Distribution

Publicly held companies distribute dividends according to “Dividend Distribution Announcement” numbered II-19.1 and issued by CMB at 1 February 2014. Dividends of companies are distributed based on dividend distribution policy and related regulations approved by General Assembly There is not any minimum rate for distribution in the announcement mentioned above. Companies distribute dividends according to their prime contracts or dividend distribution policy. In addition, it is possible to pay dividends in equal or different instalments and distribute dividend advance in cash for profit in financial statements.

The Group recognized net loss amounting to TL 40,878.085 for the period 1 January-30 June 2023 (1 January-30 June 2022: TL 203,098.621 net profit) in its stand-alone statutory financial statements prepared in accordance with Tax regulation and TCC.

21.8 Transactions with owners of the Company, recognized directly in equity

The IPO of Consus Enerji comprised from issuance of new ordinary shares and sale of existing shares with fixed price and equal distribution sale. Consus Enerji issued 52,500,000 new shares, increasing the total number of shares issued from 333,000,000 to 385,500,000. In addition, GYH sold 63,000,000 shares with nominal value of TL 63,000,000 and the IPO was completed on 15 April 2022 and Consus Enerji started to be traded in BIST with continuous trading method on 20 April 2022. After the IPO, GYH remains the largest shareholder of Consus Enerji with 70% (30 June 2023 and 31 December 2022: 68%).

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21 CAPITAL, RESERVES AND OTHER EQUITY ITEMS *(continued)*

21.8 Transactions with owners of the Company, recognized directly in equity *(continued)*

Since the Group has not lost its control in Consus Enerji, the transaction is a transaction that does not result in loss of control in the subsidiaries and is therefore recorded in equity rather than income statement. Accounting for this transaction is made in accordance with TAS 27” Consolidated and Separate Financial Statements “, paragraphs 30 and 31. According to these paragraphs; changes in the ownership rate of a parent company in the event of a without loss of control despite the change in the ownership of the subsidiary is accounted as equity transactions. In such cases, the carrying values of the non-minority shares or the controlling power and non-controlling interests are adjusted to reflect the changes in their relative shares in the subsidiary. The difference between the amount in which the non-controlling interests are adjusted and the fair value of the consideration paid or received is directly accounted in equity and owned by the owners of the parent company.

Accounting of the Group’s public offer transaction of Consus Enerji has been made in accordance with TAS 27 “Consolidated and Separate Financial Statements” paragraphs 30 and 31. According to these paragraphs; if a parent does not lose control despite a change in ownership in its subsidiary, the changes are accounted as equity transaction. The sale of shares through the public offering method had an increasing effect on the equity of the parent company by TL 257.613.891 and on the non-controlling shares by TL 163.282.615.

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22 REVENUE AND COST OF SALES

For the six-month period ended 30 June 2023 and 2022, the Group’s gross profit on the basis of operations comprised the following:

	1 January- 30 June 2023	1 April- 30 June 2023	1 January- 30 June 2022	1 April- 30 June 2022
Revenue				
Natural gas revenue	1.457.793.914	608.193.780	1.235.037.680	777.004.424
Port operating revenue	1.808.053.453	1.068.342.201	1.031.679.509	702.010.877
Mining revenue	166.514.302	66.139.148	156.291.135	87.645.582
Real estate rent and service revenue	51.162.676	28.678.932	31.676.652	17.047.901
Energy generation and sales revenue	376.650.293	209.228.161	263.091.436	137.040.864
Other	22.017.752	19.347.553	1.271.904	435.472
Total	3.882.192.390	1.999.929.775	2.719.048.316	1.721.185.120
Cost of sales				
Cost of natural gas sales and services	(1.192.718.569)	(458.377.705)	(938.103.172)	(559.878.609)
Cost of port operations	(1.082.580.365)	(553.571.734)	(812.392.946)	(497.789.830)
Cost of mining operations	(119.854.475)	(42.012.667)	(106.897.034)	(57.648.208)
Cost of energy generation and sales	(305.331.551)	(169.379.453)	(197.114.828)	(100.796.203)
Cost of real estate service	(5.149.138)	(2.344.568)	(6.328.392)	(3.181.717)
Other	(13.458.722)	(11.246.869)	(9.127.012)	2.322.566
Total	(2.719.092.820)	(1.236.932.996)	(2.069.963.384)	(1.216.972.001)
Gross Profit from Non-finance Operations	1.163.099.570	762.996.779	649.084.932	504.213.119
Revenues from Finance Operations				
Agency commissions	60.174.815	27.498.331	37.773.026	21.058.382
Interest received from customers	88.022.656	45.378.092	26.326.488	14.011.537
Portfolio management fees	140.283.081	52.279.143	66.627.506	36.762.551
Gain on sale of marketable securities, net	7.401.149	6.969.983	99.521	86.177
Other revenue	15.749.583	5.600.610	5.406.562	1.260.161
Total	311.631.284	137.726.159	136.233.103	73.178.808
Cost of Revenues from Finance operations (-)				
Commission charges	(3.594.535)	(1.741.155)	(1.939.269)	(1.122.477)
Interest charges from loans delivered to customers	(7.935.875)	(5.734.669)	(2.150.449)	(1.277.691)
Total	(11.530.410)	(7.475.824)	(4.089.718)	(2.400.168)
Gross Profit from Finance Operations	300.100.874	130.250.335	132.143.385	70.778.640
GROSS PROFIT	1.463.200.444	893.247.114	781.228.317	574.991.759

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(Currency: Amounts expressed in Turkish Lira (“TL”) unless otherwise stated)

23 GENERAL ADMINISTRATIVE EXPENSES AND MARKETING EXPENSES

23.1 Marketing expenses

For the six-month period ended 30 June 2023 and 2022, marketing expenses comprised the following:

	1 January- 30 June 2023	1 April- 30 June 2023	1 January- 30 June 2022	1 April- 30 June 2022
Personnel expenses	46.020.535	25.009.000	25.251.175	13.255.462
Depreciation and amortization expenses (Note 15-16-17)	1.965.874	541.570	9.416.139	4.919.157
Export expenses of mining operations	34.692.988	14.483.472	29.581.979	16.551.860
Advertising and promotion expenses	18.824.416	(1.836.949)	3.438.387	(4.624.605)
Taxes and duties	14.309.838	9.057.362	6.955.517	5.755.180
Commission expenses of derivative exchange market	2.561.594	1.119.208	1.834.722	1.003.915
Representation expenses	9.630.319	6.370.139	3.909.036	1.608.741
Stock market participation share	8.024.529	3.648.588	5.328.121	3.741.868
Money market settlement and custody expenses	2.030.954	932.477	1.392.488	831.507
Repair and maintenance expenses	7.272.749	6.395.581	2.046.047	1.486.315
Building management expenses	5.799.280	5.050.511	1.897.132	929.452
Commission expenses	1.301.629	836.964	8.050.117	3.949.864
Travel expenses	4.843.967	3.161.222	1.141.937	544.918
Communication expenses	532.623	271.611	186.812	95.245
Insurance expenses	768.192	400.537	555.714	305.009
Consultancy expenses	1.383.766	825.383	324.472	197.404
Other	10.744.861	6.492.255	4.844.863	2.021.684
	170.708.114	82.758.931	106.154.658	52.572.976

23.2 General administrative expenses

For the six-month period ended 30 June 2023 and 2022, general administrative expenses comprised the following:

	1 January- 30 June 2023	1 April- 30 June 2023	1 January- 30 June 2022	1 April- 30 June 2022
Personnel expenses	354.068.322	170.646.445	166.545.003	87.932.205
Consultancy expenses	69.838.445	42.298.923	40.059.206	17.915.374
Travelling expenses	13.359.328	7.445.040	6.154.295	3.934.174
Taxes and duties other than on income	21.546.180	12.058.189	9.914.226	6.222.873
Depreciation and amortization expenses (Note 15-16-17)	54.028.973	31.283.315	42.741.810	12.186.922
IT expenses	22.784.450	13.126.197	14.771.465	8.491.576
Communication expenses	3.628.287	1.877.030	2.167.585	1.109.516
Building management expenses	6.441.590	3.132.022	4.556.380	2.364.200
Vehicle expenses	6.971.996	3.489.662	4.766.894	2.399.972
Representation expenses	4.750.698	3.886.155	2.118.442	660.166
Repair and maintenance expenses	3.193.735	1.801.566	1.876.072	1.086.147
Other expenses	52.189.357	30.910.118	20.159.938	9.114.719
	612.801.361	321.954.662	315.831.316	153.417.844

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24 EXPENSES BY NATURE

For the six-month period ended 30 June 2023 and 2022, the breakdown of personnel, depreciation and amortization expenses comprised the following:

	1 January- 30 June 2023	1 April- 30 June 2023	1 January- 30 June 2022	1 April- 30 June 2022
Personnel expenses				
Cost of sales	187.882.147	98.438.991	104.448.583	54.365.917
Marketing expenses	46.020.535	25.009.000	25.251.175	13.255.462
General administrative expenses	354.068.322	170.646.445	166.545.003	87.932.205
	587.971.004	294.094.436	296.244.761	155.553.584
Depreciation and amortization expenses				
Cost of sales	408.956.341	208.291.015	287.272.824	149.903.995
Marketing expenses	1.965.874	541.570	9.416.139	4.919.157
General administrative expenses	54.028.973	31.283.315	42.741.810	12.186.922
	464.951.188	240.115.900	339.430.773	167.010.074

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25 OTHER OPERATING INCOME / EXPENSES

25.1 Other operating income

For the six-month period ended 30 June 2023 and 2022, other operating income comprised the following:

	1 January- 30 June 2023	1 April- 30 June 2023	1 January- 30 June 2022	1 April- 30 June 2022
Foreign currency exchange gain on trade operations, net	24.882.306	21.681.978	9.750.599	2.239.147
Reversal gain/(loss) of provisions	14.808.415	8.702.909	1.534.014	92.309
Other miscellaneous income	20.399.398	5.456.740	17.980.989	5.915.204
Total	60.090.119	35.841.627	29.265.602	8.246.660

25.1 Other operating expenses

For the six-month period ended 30 June 2023 and 2022, other operating expenses comprised the following:

	1 January- 30 June 2023	1 April- 30 June 2023	1 January- 30 June 2022	1 April- 30 June 2022
Donations	6.993.038	6.100.785	1.116.684	478.734
Project expenses (*)	185.600.735	114.782.078	44.272.210	9.646.884
Provision expenses	1.735.042	281.716	1.895.828	(33.155)
Concession fee expense	4.111.142	1.511.164	2.018.979	989.461
Other miscellaneous expenses	23.659.058	3.152.303	31.202.096	21.273.708
Total	222.099.015	125.828.046	80.505.797	32.355.632

(*) The major part of project expenses comprises of uncapitalized project expenses for port investments of the Group.

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26 FINANCE INCOME

For the six-month period ended 30 June 2023 and 2022, finance income of the Group comprised the following:

	1 January- 30 June 2023	1 April- 30 June 2023	1 January- 30 June 2022	1 April- 30 June 2022
Foreign currency gain	322.483.280	208.113.740	77.801.507	15.353.644
Interest income	199.328.607	167.206.307	25.776.927	17.681.233
Fair value difference on derivative financial instruments	5.580.700	5.009.173	3.176.731	3.176.731
Other	694.698	87.216	3.038.041	2.406.210
Total	528.087.285	380.416.436	109.793.206	38.617.818

27 FINANCE COSTS

For the six-month period ended 30 June 2023 and 2022, finance costs of the Group comprised the following:

Recognized in profit or loss	1 January- 30 June 2023	1 April- 30 June 2023	1 January- 30 June 2022	1 April- 30 June 2022
Foreign currency loss	345.567.332	223.916.633	144.559.765	88.103.568
Interest expense on borrowings	426.797.040	243.131.729	196.994.098	144.308.815
Letter of guarantee commissions	10.246.190	8.809.177	3.470.338	1.890.448
Commission expenses	37.549.948	17.374.841	35.458.987	22.196.906
Interest expense on lease liabilities (TFRS 16)	40.382.089	21.834.068	26.453.710	11.874.601
Other	36.697.838	24.970.004	29.393.021	17.307.860
Total	897.240.437	540.036.452	436.329.919	285.682.198

28 EARNINGS/ (LOSS) PER SHARE

For the six-month period ended 30 June 2023 and 2022, basic and diluted earnings per share are calculated by dividing the net profit attributable to owners of the Company by weighted average number of shares outstanding.

	1 January- 30 June 2023	1 April- 30 June 2023	1 January- 30 June 2022	1 April- 30 June 2022
Net profit / (loss) for the period	312.562.435	75.737.553	81.318.256	4.476.430
Net profit/(loss) from continuing operations for the period	312.562.435	75.737.553	81.318.256	4.476.430
Weighted average number of shares	650.000.000	650.000.000	650.000.000	650.000.000
Weighted average number of ordinary shares	650.000.000	650.000.000	650.000.000	650.000.000
Weighted average number of shares	650.000.000	650.000.000	650.000.000	650.000.000
Gain / (loss) per share with par value of TL 1 (TL full)	0,4809	0,1165	0,1251	0,0069
Gain / (loss) per share of continuing operations with par value of TL 1 (TL full)	0,4809	0,1165	0,1251	0,0069

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29 TAX ASSETS AND LIABILITIES

Current tax income assets

As at 30 June 2023 and 31 December 2022, current tax income assets of the Group comprised the following:

	<u>30 June 2023</u>	<u>31 December 2022</u>
Prepaid taxes and funds	25.950.541	28.125.393
Other	1.245.285	2.439.056
Total	<u>27.195.826</u>	<u>30.564.449</u>

Tax expenses:

For the six-month period ended 30 June 2023 and 2022, tax income/(expense) comprised the following:

	<u>1 January- 30 June 2023</u>	<u>1 January- 30 June 2022</u>
Current tax income / (expense)	(62.850.433)	(67.238.147)
Deferred tax benefit / (expense)	(33.942.096)	(20.254.271)
Total	<u>(96.792.529)</u>	<u>(87.492.418)</u>

The tax reconciliation for the six months period ended 30 June 2023 and 2022 is as follows:

	<u>%</u>	<u>2023</u>	<u>%</u>	<u>2022</u>
Profit / (loss) before income tax		633.584.249		160.740.008
Corporate tax using domestic rate	20,00	(126.716.850)	23,00	(36.970.202)
Disallowable expenses	3,43	(21.718.389)	8,36	(13.440.341)
Effect of unrecognized tax profit / (loss)	0,29	(1.863.935)	29,58	(47.542.341)
Effect of tax exemption on maritime operations	(0,48)	3.042.652	2,68	(4.308.555)
Effect of change in tax rates	(3,36)	21.291.618	(9,94)	15.970.788
Effect of investment allowance exemption	(3,37)	21.379.624	-	-
Other	(1,23)	7.792.751	0,75	(1.201.767)
		<u>(96.792.529)</u>		<u>(87.492.418)</u>

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29 TAX ASSETS AND LIABILITIES (continued)

As at 30 June 2023 and 31 December 2022, the deferred tax assets and liabilities reflected to the consolidated financial statements are as follows:

	<u>30 June 2023</u>	<u>31 December 2022</u>
Deferred tax assets	345.197.440	273.235.299
Deferred tax liabilities	(1.728.715.064)	(1.296.368.076)
Total	(1.383.517.624)	(1.023.132.777)

For the six months period ending 30 June 2023 and 30 June 2022, the movement of deferred tax assets and liabilities is as follows:

	<u>30 June 2023</u>	<u>30 June 2022</u>
Balance at the beginning of the year	(1.023.132.777)	(624.049.392)
Deferred tax benefit / expense	(33.942.096)	(20.254.271)
Foreign currency translation differences	(327.997.341)	(162.326.398)
Recognized in equity	1.554.590	(47.323)
	(1.383.517.624)	(806.677.384)

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30 NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS

Foreign currency risk

As at 30 June 2023 and 31 December 2022, foreign currency risk exposures of the Group comprised the following:

	30 June 2023				
	TL Equivalent	USD	EURO	GBP	TL
1.Trade Receivables	102.528.988	1.576.848	302.816	-	53.284.403
2.a Monetary Financial Assets	545.351.476	9.362.047	5.165.155	378	158.162.225
2.b Non-monetary Financial Assets	-	-	-	-	-
3. Other	-	-	-	-	-
4. Current assets (1+2+3)	647.880.464	10.938.895	5.467.971	378	211.446.628
5.Trade receivables	-	-	-	-	-
6.a. Monetary Financial Assets	3.988.217	900	123.763	-	480.553
6.b. Non-monetary Financial Assets	-	-	-	-	-
7. Other	-	-	-	-	-
8. Non-current assets (5+6+7)	3.988.217	900	123.763	-	480.553
9. Total Assets (4+8)	651.868.681	10.939.795	5.591.734	378	211.927.181
10. Trade Payables	90.423.200	1.175.678	395.120	5.220	48.768.085
11. Financial Liabilities	2.352.400.718	46.422.304	40.730.169	-	6.915.742
12.a. Other Monetary Liabilities	20.711.187	181.713	13.549	-	15.637.335
12.b. Other Non-monetary Liabilities	-	-	-	-	-
13. Current liabilities (10+11+12)	2.463.535.105	47.779.695	41.138.838	5.220	71.321.162
14. Trade Payables	-	-	-	-	-
15. Financial Liabilities	702.540.774	25.191.869	1.332.423	-	14.495.584
16.a. Other Monetary Liabilities	12.572.730	-	-	-	12.572.730
16.b. Other Non-monetary Liabilities	-	-	-	-	-
17. Non-current Liabilities (14+15+16)	715.113.504	25.191.869	1.332.423	-	27.068.314
18. Total Liabilities (13+17)	3.178.648.609	72.971.564	42.471.261	5.220	98.389.476
19.Off-balance Sheet Foreign Currency Derivative Instruments					
Net Position (19a-19b)	-	-	-	-	-
19a. Foreign currency derivative assets	-	-	-	-	-
19b. Foreign currency derivative liabilities	-	-	-	-	-
20. Net Foreign Currency Asset/Liability Position (9-18+19)	(2.526.779.928)	(62.031.769)	(36.879.527)	(4.842)	113.537.705
21. Net Foreign Currency Position of monetary items					
(IFRS 7.B23) (=1+2a+5+6a-10-11-12a-14-15-16a)	(2.526.779.928)	(62.031.769)	(36.879.527)	(4.842)	113.537.705
22. Fair Value of Derivative Instruments Held for Hedging	-	-	-	-	-
23. Derivative Assets Held for Hedging	-	-	-	-	-
24. Derivative Liabilities Held for Hedging	-	-	-	-	-
Export	-	-	-	-	-
Import	-	-	-	-	-

TL foreign currency risk of subsidiaries and joint ventures whose functional currency is other than TL, is shown in TL line in the foreign currency risk table.

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30 NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (continued)

Foreign currency risk (continued)

	31 December 2022				
	TL Equivalent	USD	EURO	GBP	TL
1.Trade Receivables	61.476.278	1.776.779	52.703	-	27.202.902
2.a Monetary Financial Assets	416.389.209	7.624.015	6.462.982	131.065	142.046.642
2.b Non-monetary Financial Assets	-	-	-	-	-
3. Other	-	-	-	-	-
4. Current assets (1+2+3)	477.865.487	9.400.794	6.515.685	131.065	169.249.544
5.Trade receivables	-	-	-	-	-
6.a. Monetary Financial Assets	4.645.657	900	97.527	-	2.684.638
6.b. Non-monetary Financial Assets	-	-	-	-	-
7. Other	-	-	-	-	-
8. Non-current assets (5+6+7)	4.645.657	900	97.527	-	2.684.638
9. Total Assets (4+8)	482.511.144	9.401.694	6.613.212	131.065	171.934.182
10. Trade Payables	78.947.356	783.508	776.364	17.000	48.438.033
11. Financial Liabilities	1.276.585.293	38.189.695	27.912.053	-	6.078.934
12.a. Other Monetary Liabilities	11.807.562	110.642	115	-	9.736.452
12.b. Other Non-monetary Liabilities	-	-	-	-	-
13. Current liabilities (10+11+12)	1.367.340.211	39.083.845	28.688.532	17.000	64.253.419
14. Trade Payables	-	-	-	-	-
15. Financial Liabilities	543.269.806	26.069.148	1.958.648	-	16.775.604
16.a. Other Monetary Liabilities	11.857.340	-	-	-	11.857.340
16.b. Other Non-monetary Liabilities	-	-	-	-	-
17. Non-current Liabilities (14+15+16)	555.127.146	26.069.148	1.958.648	-	28.632.944
18. Total Liabilities (13+17)	1.922.467.357	65.152.993	30.647.180	17.000	92.886.363
19.Off-balance Sheet Foreign Currency Derivative Instruments					
Net Position (19a-19b)					
19a. Foreign Currency Derivative Assets	-	-	-	-	-
19b. Foreign Currency Derivative Liabilities	-	-	-	-	-
20. Net Foreign Currency Asset/Liability Position (9-18+19)	(1.439.956.213)	(55.751.299)	(24.033.968)	114.065	79.047.819
21. Net Foreign Currency Position of monetary items					
(IFRS 7.B23) (=1+2a+5+6a-10-11-12a-14-15-16a)					
	(1.439.956.213)	(55.751.299)	(24.033.968)	114.065	79.047.819
22. Fair Value of Derivative Instruments Held for Hedging	-	-	-	-	-
23. Derivative Assets Held for Hedging	-	-	-	-	-
24. Derivative Liabilities Held for Hedging	-	-	-	-	-
Export	-	-	-	-	-
Import	-	-	-	-	-

TL foreign currency risk of subsidiaries and joint ventures whose functional currency is other than TL, is shown in TL line in the foreign currency risk table.

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30 NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (continued)

Sensitivity Analysis – Foreign currency risk

A 10 percent strengthening or depreciation of the Turkish Lira against the following currencies as at 30 June 2023 and 30 June 2022 would have changed equity or profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant.

30 June 2023	PROFIT/LOSS		EQUITY (*)	
	Strengthening of foreign currency	Depreciation of foreign currency	Strengthening of foreign currency	Depreciation of foreign currency
A 10 percent change in USD against Turkish Lira:				
1-Net USD asset/liability	(160.185.257)	160.185.257	-	-
2- Hedged portion against USD risk (-)	-	-	-	-
3- Net effect of USD (1+2)	(160.185.257)	160.185.257	-	-
A 10 percent change in Euro against Turkish Lira:				
4- Net Euro asset/liability	(103.830.620)	103.830.620	-	-
5- Hedged portion against Euro risk (-)	-	-	-	-
6- Net effect of Euro (4+5)	(103.830.620)	103.830.620	-	-
A 10 percent change in other currencies against Turkish Lira:				
7- Net other currencies asset/liability	(15.885)	15.885	-	-
8- Hedged portion against other currencies risk (-)	-	-	-	-
9- Net effect of other currencies (7+8)	(15.885)	15.885	-	-
TOTAL (3+6+9)	(264.031.762)	264.031.762	-	-

(*) Profit and loss excluded

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30 NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (continued)

Sensitivity Analysis – Foreign currency risk (continued)

30 June 2022	PROFIT/LOSS		EQUITY (*)	
	Strengthening of foreign currency	Depreciation of foreign currency	Strengthening of foreign currency	Depreciation of foreign currency
A 10 percent change in USD against Turkish Lira:				
1-Net USD asset/liability	(80.707.451)	80.707.451	-	-
2- Hedged portion against USD risk (-)	-	-	-	-
3- Net effect of USD (1+2)	(80.707.451)	80.707.451	-	-
A 10 percent change in Euro against Turkish Lira:				
4- Net Euro asset/liability	(40.268.344)	40.268.344	-	-
5- Hedged portion against Euro risk (-)	-	-	-	-
6- Net effect of Euro (4+5)	(40.268.344)	40.268.344	-	-
A 10 percent change in other currencies against Turkish Lira:				
7- Net other currencies asset/liability	(102.475)	102.475	-	-
8- Hedged portion against other currencies risk (-)	-	-	-	-
9- Net effect of other currencies (7+8)	(102.475)	102.475	-	-
TOTAL (3+6+9)	(121.078.270)	121.078.270	-	-

(*) Profit and loss excluded.

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31 EVENTS AFTER THE REPORTING PERIOD

- i) The Company has initiated the necessary process for conversion of a portion of outstanding receivable of USD 13,8 million of its receivables from its indirect subsidiary, Global Ports Holding Plc (“GPH”), into stock through a capital increase which was carried out in GPH on 14 July 2023. As part of this transaction, GPH will increase its capital by issuing 5.144.445 new shares with a nominal value of 0,01 pounds (1 pence), and allocate them to the Company at a share price of 206,5 pence (issue price), which is the current weighted average price, as partial offset against the debt. The related capital increase transaction was completed on 25 July 2023. Following the share issuance and minor interim purchases made from the stock exchange, the Company's ownership rate in GPH's issued capital has reached to 66,3%.
- ii) GPH, the indirect subsidiary of the Company, has announced that it has signed a 30-year concession agreement (with 10 years extension option) with the government of St Lucia for the cruise operation of St Lucia Port located in Caribbean. This agreement is an important step towards GPH's strategic targets in the Caribbean. GPH will use its global experience and operating model to manage its St Lucia cruise port operations. In addition, GPH will make significant investments to improve cruise port services, including the expansion of the existing dock at Point Seraphine, which will allow the world's largest cruise ships to park, uplift the Vendors' Arcade and other commercial activities. GPH is also committed to delivering significant economic benefits for residents; It plans studies to increase passenger expenditures in the destination by improving facilities in and around the port, such as Fisherman's Village. The St Lucia cruise port, which hosted approximately 590 thousand passengers in the 12-month period between 31 March 2022 and 31 March 31 2023 (approximately 790 thousand in the 2019 calendar year), is expected to host more than 1 million passengers in the medium term after the investments. The takeover of operations and management depends on the fulfillment of a series of final conditions and expected to occur before the end of the calendar year 2023.
- iii) The decisions taken at Ordinary General Assembly Meeting of the Company held on 25 July 2023, where the 2022 financial statements were discussed, have been registered by the Istanbul Trade Registry Office on 9 August 2023.