

INTERNATIONAL ENERGY ALLIANCE (IEA) CONSORTIUM

CONSORTIUM MANDATE & JOINT VENTURE COOPERATION DECLARATION

KONSORSİYUM YETKİ VE ORTAK GİRİŞİM BİRLİK BEYANNAMESİ

Ref: IEA-CONS-2026-MND-001 | Date: October 28, 2026 / 28 Ekim 2026

TO WHOM IT MAY CONCERN / İLGİLİ MAKAMA VE TARAFLARA:

This legally binding Mandate and Joint Venture Declaration constitutes the official establishment and governance structure of the **INTERNATIONAL ENERGY ALLIANCE (IEA) CONSORTIUM**, established between the undersigned corporate entities for the development, engineering, procurement, construction, commissioning (EPCC), and international barter financing of the **200 MW Renewable Energy Portfolio (100 MW Utility-Scale Solar PV & 100 MW Binalood Wind Power Plant)** in cooperation with Bordeou Technologists Co. (Tehran, Iran). **Bu bağlayıcı Yetki ve Ortak Girişim Beyannamesi; aşağıda unvanları ve yetkilileri belirtilen şirketler arasında akdedilmiş olup, Bordeou Technologists Co. (Tahran, İran) ile yürütülen 200 MW Kurulu Güçteki Yenilenebilir Enerji Portföyü (100 MW Güneş PV ve 100 MW Binalood Rüzgar Enerji Santrali) ile ST37 Yapı Çeliği Barter ihracat Takas Projesinin mühendislik, tedarik, inşaat, devreye alma (EPCC), dış ticaret ve finansal koordinasyon yetkilerini resmen tevdi ve tevsik eder.**

1. CONSORTIUM PARTIES / KONSORSİYUM TARAFLARI

PARTNER 1: COMMERCIAL & TRADING LEAD	PARTNER 2: EPCC & TECHNICAL LEAD
RABBIT TEKNOLOJİ YATIRIMLARI VE Dİ TİCARET A.Ş. Role: Consortium Lead & Trading Partner (Konsorsiyum Lideri) Address: Bahçelievler Mah. Yaseminli Sk. No: 2/9 Bahçelievler / İstanbul Tax Office & No: Merter V.D. - VKN: 7330909755 Authorized: Ercüment Erden (Managing Director / Genel Müdür) Scope: Commercial negotiations, contract management, international equipment procurement, offshore escrow & barter execution.	UMB YATIRIM İNŞAAT ENERJİ A.Ş. Role: EPCC & Technical Lead Partner (Teknik & EPCC Lideri) Address: Pınarstepe Mah. Turgut Özal 1 Cad. Yenikent 3 Sit. No: 41 B Büyükçekmece / İstanbul Tax Office & No: Büyükçekmece V.D. - VKN: 7690572347 Trade Reg / MERSİS: 851817-0 / 0769057234754706 Authorized: Süleyman Demirhan (Chairman of the Board / Y.K. Başkanı) Scope: Turnkey EPCC delivery, civil & electrical BOP works, WTG & PV erection, grid interconnection, testing & warranties.

2. MANDATE & AUTHORITY ALLOCATION / YETKİ TEVDİİ VE DAİİLİMİ

2.1. Commercial Negotiation & Contracting Mandate (Ticari Temsil ve Sözleşme Yetkisi):

UMB Yatırım İnşaat Enerji A.Ş. hereby irrevocably grants full mandate and authority to **RABBIT TEKNOLOJİ YATIRIMLARI VE Dİ TİCARET A.Ş.** (and its authorized representative Mr. Ercüment Erden) to act as the primary Consortium Lead to conduct all commercial, financial, and contractual negotiations with Bordeou Technologists Co., sign Framework MOUs, Transmittal letters, commercial barter protocols, and structure offshore banking / escrow arrangements on behalf of the IEA Consortium.

UMB Yatırım İnşaat Enerji A.Ş., **bu beyanname ile RABBIT TEKNOLOJİ YATIRIMLARI VE Dİ TİCARET A.Ş.**'ye (ve **şirket yetkilisi Sayın Ercüment Erden'e**) IEA Konsorsiyumu adına Bordeou Technologists Co. ile tüm ticari, sözleşmesel ve finansal müzakereleri yürütme, Çerçeve MOU ve üst yazılar imzalama ve barter protokollerini yapilandırma konusunda tam ve münhasır temsil yetkisi vermiştir.

2.2. EPCC Execution & Performance Responsibility (EPCC Teknik Soru ve Taahhüt):

UMB YATIRIM İNŞAAT ENERJİ A.Ş. guarantees and commits its full engineering, corporate machinery, and technical capacity as the technical backbone and EPCC Contractor for the turnkey design, civil works, electrical balance of plant (BOP), assembly, grid connection, testing, and 200 MW plant commissioning, supported by its notarized signature circulars and corporate balance sheet.

UMB YATIRIM İNŞAAT ENERJİ A.Ş., 200 MW santral sahasındaki anahtar teslim mühendislik, inşaat, montaj, ekebe entegrasyonu ve devreye alma (EPCC) sorumluluğunu teknik ve operasyonel lider sıfatıyla bilfiil üstlenmeyi ve garanti etmeyi gayrikabili rücu taahhüt eder.

3. COMPLIANCE & INTERNATIONAL GOVERNANCE / UYUM VE YÖNETİM

The Consortium operates under strict international trade compliance and sanctions risk management protocols. All commodity settlement mechanisms (including DIN 17100 ST37-2 / EN 10025-2 S235JR Structural Steel Barter) shall be monitored by independent inspection agencies (SGS / Bureau Veritas) and cleared via independent international trade channels.

Konsorsiyum, uluslararası ticaret kuralları ve yaptırım uyum protokollerine tam riayetle hareket eder. Tüm emtia takasları bağımsız uluslararası gözetim ve muayene şirketleri (SGS / BV) eliinde yürütülür.

4. CORPORATE EXECUTION & SIGNATURES / İMZA VE ONAY

FOR AND ON BEHALF OF: RABBIT TEKNOLOJİ YATIRIMLARI VE Dİ TİCARET A.Ş. Name: Ercüment Erden Title: Managing Director / Genel Müdür Tax Office & No: Merter V.D. - VKN: 7330909755 Role: Consortium Lead Partner	FOR AND ON BEHALF OF: UMB YATIRIM İNŞAAT ENERJİ A.Ş. Name: Süleyman Demirhan Title: Chairman of the Board / Y.K. Başkanı Tax Office & No: Büyükçekmece V.D. - VKN: 7690572347 Trade Reg / MERSİS: 851817-0 / 0769057234754706
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