

**GÖZDE GİRİŞİM SERMAYESİ
YATIRIM ORTAKLIĞI A.Ş.**

**Financial statements for the year ended 31 December 2022 and independent auditor's
report**

(Originally issued in Turkish)



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

INDEPENDENT AUDITOR'S REPORT

To the General Assembly of Gözde Girişim Sermayesi Yatırım Ortaklığı A.Ş.

A. Audit of the financial statements

1. Our opinion

We have audited the accompanying financial statements of Gözde Girişim Sermayesi Yatırım Ortaklığı A.Ş. (the "Company") which comprise the statement of financial position as at 31 December 2022, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended and notes to the financial statements comprising a summary of significant accounting policies.

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

2. Basis for opinion

Our audit was conducted in accordance with the Standards on Independent Auditing (the "SIA") that are part of Turkish Standards on Auditing issued by the Public Oversight Accounting and Auditing Standards Authority (the "POA"). Our responsibilities under these standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Statements" section of our report. We hereby declare that we are independent of the Company in accordance with the Ethical Rules for Independent Auditors (including Independence Standards) (the "Ethical Rules") and the ethical requirements regarding independent audit in regulations issued by POA that are relevant to our audit of the financial statements. We have also fulfilled our other ethical responsibilities in accordance with the Ethical Rules and regulations. We believe that the audit evidence we have obtained during the independent audit provides a sufficient and appropriate basis for our opinion.

3. Key audit matters

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



Key Audit Matters	How the key audit matter was addressed in the audit
<p>Valuation of Financial Investments and Important Information Disclosed</p>	
<p>The Company accounts for their financial investments at fair value after initial recognition. As of 31 December 2022, the financial investments are amounting to TRY 20,816 Million in the accompanying financial statements. The methods used in determining the fair values are explained in Note 21, and the fair value measurements of the financial investments determined by the discounted cash flow method are carried out by an independent valuation company holding license issued by the Capital Market Board of Turkey.</p> <p>The valuation of financial investments is considered as a key audit matter by us, since financial investments constitute a significant part of the Company's total assets and the valuation methods applied include important estimations and assumptions.</p>	<p>We have evaluated the qualifications, competencies and impartiality of the valuation experts appointed by the management.</p> <p>The suitability of the valuation methods used by the valuation experts in the valuation reports of financial investments has been evaluated.</p> <p>Among the audit procedures we apply is the examination of market data against the assumptions (real discount rate and growth rate) used by appraisers in valuation. For this valuation, valuation experts of another organization, which is included in the same audit network as our organization, were included in our work.</p> <p>Due to the existence of high-level judgments used in the valuation report, as well as alternative estimations and valuation methods, we have evaluated whether the value assessed by the appraisers is within an acceptable range.</p> <p>The market price of financial investments, whose fair value is determined by the market price method, has been verified.</p> <p>The information contained in the financial statements and explanatory footnotes has been taken into account and inquired by us.</p>



4. Responsibilities of management and those charged with governance for the financial statements

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

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

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

5. Auditor's responsibilities for the audit of the financial statements

Responsibilities of independent auditors in an independent audit are as follows:

Our aim is to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an independent auditor's report that includes our opinion. Reasonable assurance expressed as a result of an independent audit conducted in accordance with SIA is a high level of assurance but does not guarantee that a material misstatement will always be detected. Misstatements can arise from fraud or error. Misstatements are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an independent audit conducted in accordance with SIA, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement in the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.



- Assess the internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our independent auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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



B. Other responsibilities arising from regulatory requirements

1. No matter has come to our attention that is significant according to subparagraph 4 of Article 402 of Turkish Commercial Code (“TCC”) No. 6102 and that causes us to believe that the Company’s bookkeeping activities concerning the period from 1 January to 31 December 2022 period are not in compliance with the TCC and provisions of the Company’s articles of association related to financial reporting.
2. In accordance with subparagraph 4 of Article 402 of the TCC, the Board of Directors submitted the necessary explanations to us and provided the documents required within the context of our audit.
3. In accordance with subparagraph 4 of Article 398 of the TCC, the auditor’s report on the early risk identification system and committee was submitted to the Company’s Board of Directors on 1 March 2023.

Additional explanation for convenience translation into English

Turkish Financial Reporting Standards differ from International Financial Reporting Standards (“IFRS”) issued by the International Accounting Standards Board with respect to the application of IAS 29 - Financial Reporting in Hyperinflationary Economies by 31 December 2022. Accordingly, the accompanying financial statements are not intended to present fairly the financial position and results of operations of the Company in accordance with IFRS.

PwC Bağımsız Denetim ve
Serbest Muhasebeci Mali Müşavirlik A.Ş.

Mert Tüten, SMMM
Partner

Istanbul, 1 March 2023

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

CONTENT	PAGE(S)
STATEMENTS OF FINANCIAL POSITION (BALANCE SHEETS).....	1-2
STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME	3
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY	4
STATEMENTS OF CASH FLOW.....	5
NOTES TO THE FINANCIAL STATEMENTS	6-48
NOTE 1 ORGANIZATION AND OPERATIONS OF THE COMPANY	6-7
NOTE 2 BASIS OF PRESENTATION OF FINANCIAL STATEMENTS	7-14
NOTE 3 MERGERS	14
NOTE 4 SEGMENT REPORTING	14
NOTE 5 CASH AND CASH EQUIVALENTS.....	14
NOTE 6 BALANCES AND TRANSACTIONS WITH RELATED PARTIES	15-20
NOTE 7 TRADE RECEIVABLES AND PAYABLES.....	20
NOTE 8 OTHER RECEIVABLES AND PAYABLES.....	20-21
NOTE 9 TANGIBLE ASSETS	21
NOTE 10 EMPLOYEE BENEFITS	22-23
NOTE 11 OTHER ASSETS AND LIABILITIES	23
NOTE 12 SHAREHOLDERS' EQUITY.....	24
NOTE 13 REVENUE AND COST OF SALES.....	25-26
NOTE 14 GENERAL ADMINISTRATIVE EXPENSES	26
NOTE 15 OTHER INCOME AND EXPENSES FROM OPERATING ACTIVITIES	27
NOTE 16 FINANCIAL INCOME AND EXPENSES.....	27
NOTE 17 EARNINGS PER SHARE.....	28
NOTE 18 PROVISIONS, CONTINGENT ASSETS AND LIABILITIES	28
NOTE 19 FINANCIAL INSTRUMENTS.....	29-33
NOTE 20 FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT	34-40
NOTE 21 FINANCIAL INSTRUMENTS (FAIR VALUE DISCLOSURES)	40-44
NOTE 22 EVENTS AFTER THE BALANCE SHEET DATE.....	45
NOTE 23 CONTROL OF COMPLIANCE WITH PORTFOLIO LIMITATIONS, FINANCIAL DEBT AND TOTAL EXPENSE LIMITS.....	45-48

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Balance sheets

at 31 December 2022 and 2021

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

		Audited Current Period	Audited Previous Period
	Notes	31 December 2022	31 December 2021
ASSETS			
Current assets:			
Cash and cash equivalents	5	-	60,887
Trade receivables	6	29,717	10,881
- <i>Trade receivables from related parties</i>		29,717	10,881
Other receivables		-	30,484
- <i>Other receivables from related parties</i>	8	-	30,484
Other current assets	11	28,780	28,305
Total Current Assets		58,497	130,557
Non-Current Assets:			
Financial investments	19	20,816,778,663	12,830,713,771
Tangible assets	9	93,396	26,575
Other non-current assets	11	79,072,202	50,833,065
Total Non-Current Assets		20,895,944,261	12,881,573,411
Total Assets		20,896,002,758	12,881,703,968

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

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Balance sheets

at 31 December 2022 and 2021

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

		Audited Current Period 31 December 2022	Audited Current Period 31 December 2021
	Notes		
LIABILITIES			
Current Liabilities			
Current portion of long-term financial liabilities	19	-	134,075,760
Trade payables		286,585,322	253,339,651
- Trade payables to related parties	6,7	286,188,871	252,490,564
- Trade payables to non-related parties	7	396,451	849,087
Payables related to employee benefits	10	151,719	77,239
Other payables		1,465,128,345	823,337,195
- Other payables to related parties	8	1,465,128,345	823,337,195
Short-term provisions		278,920	105,820
- Short-term provisions for employee benefits	10	278,920	105,820
Other short-term liabilities	11	4,931,005	2,667,790
Total Current Liabilities		1,757,075,311	1,213,603,455
Non-Current Liabilities:			
Other payables	8	250,000,000	250,000,000
- Other payables to related parties	6,8	250,000,000	250,000,000
Long-term provisions		467,480	202,618
- Long-term provisions for employment benefits	10	467,480	202,618
Total Non-Current Liabilities		250,467,480	250,202,618
Total Liabilities		2,007,542,791	1,463,806,073
Shareholders' Equity			
Paid-in capital	12	385,000,000	385,000,000
Share premiums	12	197,944,862	197,944,862
Restricted reserves	12	4,357,694	4,357,694
Retained earnings		10,830,595,339	3,376,504,328
Net profit for the period		7,470,562,072	7,454,091,011
Total Equity		18,888,459,967	11,417,897,895
Total Liabilities		20,896,002,758	12,881,703,968

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

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Statements of profit or loss
for the period 1 January - 31 December 2022 and 2021
(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

		Audited Current Period	Audited Previous Period
		1 January - 31 December 2022	1 January - 31 December 2021
	Notes		
Revenue	13	465,726	1,695,682,802
Cost of sales (-)	13	-	(1,680,805,483)
Gross profit		465,726	14,877,319
General administrative expenses (-)	14	(90,953,554)	(59,025,508)
Other operating income	15	7,980,754,443	7,794,287,906
Other operating expenses (-)	15	(728,337)	(2,097,855)
Operating Profit / (Loss)		7,889,538,278	7,748,041,862
Financial income	16	-	790,504
Financial expenses (-)	16	(418,976,206)	(294,741,355)
Profit Before Tax		7,470,562,072	7,454,091,011
Tax Expense For The Period		-	-
-Current tax expense (-)		-	-
Net profit for the period		7,470,562,072	7,454,091,011
Other comprehensive income		-	-
Total comprehensive income		-	-
Total Comprehensive Income		7,470,562,072	7,454,091,011
Earnings Per Share	17	19.40	19.36

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

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Statements of changes in shareholders' equity
for the period 1 January - 31 December 2022 and 2021
(Amounts expressed in Turkish Lira ("TRY") unless otherwise stated.)

	Accumulated profit					
	Paid in capital	Share premiums	Restricted reserves	Net income for the period	Retained earnings	Total
1 January 2022 balances as of date	385,000,000	197,944,862	4,357,694	7,454,091,011	3,376,504,328	11,417,897,895
Transfers	-	-	-	(7,454,091,011)	7,454,091,011	-
Total comprehensive income	-	-	-	7,470,562,072	-	7,470,562,072
31 December 2022 balances as of date	385,000,000	197,944,862	4,357,694	7,470,562,072	10,830,595,339	18,888,459,967
1 January 2021 balances as of date	385,000,000	197,944,862	4,357,694	1,714,299,903	1,662,204,425	3,963,806,884
Transfers	-	-	-	(1,714,299,903)	1,714,299,903	-
Total comprehensive income	-	-	-	7,454,091,011	-	7,454,091,011
31 December 2021 balances as of date	385,000,000	197,944,862	4,357,694	7,454,091,011	3,376,504,328	11,417,897,895

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

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Statements of cash flows

for the period 1 January - 31 December 2022 and 2021

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

	Audited Current Period Not 31 December 2022	Audited Previous Period 31 December 2021
A. CASH FLOWS FROM OPERATING ACTIVITIES		
Net profit for the period	7,470,562,072	7,454,091,011
Adjustments to reconciliation of net profit for the period		
-Depreciation and amortization	9 14,332	5,361
-Provisions for employee benefits	10 437,962	202,092
-Interest income	16 -	(790,504)
-Interest expense	16 394,093,613	214,287,944
-Net fair value (gains)/losses of financial assets	15 (7,980,564,892)	(7,793,964,907)
-Adjustments for losses/(gains) arising from the disposal or change in shares of Affiliates, Joint Ventures and Financial Investments	13 -	(14,877,319)
-Adjustments for unrealized foreign currency exchange differences	16 24,882,593	80,453,413
Changes in working capital		
-Changes in liabilities under employee benefits	74,480	(28,421)
-(Decrease)/Increase in trade payables to non-related parties	(452,636)	641,455
-Increase in trade payables to related parties	33,698,307	229,515,786
- Increase in other short-term liabilities	2,263,215	9,291
-Other increase/(decrease) in working capital	(28,693,690)	(29,565,615)
-Severance pay paid	-	(217,012)
Cash flows from operating activities	(83,684,644)	139,762,575
B. CASH FLOWS FROM INVESTING ACTIVITIES		
-Dividend income	465,726	18,255,468
-Changes in other receivables from related parties	-	-
-Cash inflow and outflow due to share sale/purchase of affiliates and/or business partners	19 (5,500,000)	971,312,698
-Cash outflows from the purchase of tangible and intangible assets	(81,153)	(12,383)
Cash flows from investing activities	(5,115,427)	989,555,783
C. CASH FLOWS FROM FINANCING ACTIVITIES		
-(Decrease)/increase in other payables to related parties	641,791,150	1,019,338
-Interest paid	(402,571,746)	(209,657,905)
-Repayments of borrowings	(150,480,220)	(920,669,607)
Cash flows from financing activities	88,739,184	(1,129,308,174)
Net increase/(decrease) in cash and cash equivalents before the effect of currency exchange differences (A+B+C)	(60,887)	10,184
D.THE EFFECT OF FOREIGN CURRENCY CONVERSION DIFFERENCES ON CASH AND CASH EQUIVALENTS		
	-	-
Net increase/(decrease) in cash and cash equivalents (A+B+C+D)	(60,887)	10,184
E. CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD		
	60,887	50,703
CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD (A+B+C+D+E)	-	60,887

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

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

1. ORGANIZATION AND OPERATIONS OF THE COMPANY

Gözde Girişim Sermayesi has been founded by the shareholders of the FFK Fon Finansal Kiralama A.Ş. (FFK) on 22 January 2010 through the partial spin-off of Türkiye Finans Katılım Bankası A.Ş. (TFKB) shares that are presented as assets held for sale in the financial statements of FFK and Kaynak Finansal Kiralama A.Ş. (Kaynak Finansal) shares that are among the subsidiaries of FFK and as capital in kind.

The foundation of the company was registered by the Trade Registry Office and announced in the Trade Registry Gazette on 28 January 2010 numbered 7789.

The process of conversion for Gözde Finansal Hizmetler Anonim Şirketi into a Venture-Capital Trust with the VCT title was finalized upon register of the articles of association amendment to the Trade Registry on 28 July 2011, following the capital increase realized between 11 July - 25 July 2011. The Company continues its operations under the trade name of “Gözde Girişim Sermayesi Yatırım Ortaklığı A.Ş.”, as of 28 July 2011 with the aim of using its capital, which has been issued as registered capital, for doing business with the purposes and the subjects written in the regulations of the Capital Market Board (“CMB”) regarding Venture-Capital Trusts (Communiqué - Serial: III No:48.3) and for doing business with the aim of directing it to long-term investments made to venture capital companies that are essentially established or will be established in Turkey, have the potential to grow and are in need of resources.

The partial spin-off, which was resolved during the Board of Directors meeting of FFK conducted on 10 November 2009 and in accordance with Article 20 and subparagraph “b” of paragraph 3 of Article 19 of the Law on Corporate Income Tax No. 5520 and with provisions of “Communiqué Regarding the Regulation of Procedures and Principles on the Partial Demerger of Incorporated and Limited Liability Companies” published on the Official Gazette No. 25231 dated 16 September 2003, received approval from the Capital Market Board with the document dated 21 December 2009 and numbered B.02.1.SP.K.013-1869. At the Extraordinary General Assembly meeting of FFK held on January 11, 2010, the Partial Spin-off Plan was accepted in accordance with the provisions of the communiqué mentioned above. The shareholders have decided that the said shares will be invested in the newly established Company as capital in kind with the cost value in the records of FFK, and in return, the shares representing the capital of the Company will be given to the shareholders of FFK in proportion to their existing shares in FFK. With the said partial division, the Company went public and prepared its financial statements for the first time on 31 March 2010 and presented it to the CMB and Borsa İstanbul A.Ş.

As of 31 December 2022 and 31 December 2021, the shareholders and partnership shares of the Company are as follows:

Shareholders	(%)	31 December 2022	(%)	31 December 2021
Kökler Yatırım Holding A.Ş.	29.73	114,466,300	29.73	114,466,300
Yıldız Holding A.Ş.	22.78	87,719,769	22.78	87,719,769
Üs Holding A.Ş.	15.43	59,409,903	15.43	59,409,903
Franklin Templeton Luxembourg SA	5.00	19,250,000	5.00	19,250,000
Other	27.06	104,154,028	27.06	104,154,028
Total	100	385,000,000	100	385,000,000

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

1. ORGANIZATION AND OPERATIONS OF THE COMPANY (Continued)

According to the data received from the Central Registry Agency, 30,4% of the Company's shares are open to the public as of the reporting date (31 December 2021: 30,38%). While the Central Registry Agency determines the free float rate of companies, it includes all shares of 10% or less in the free float rate. It also determines the final rate by decreasing the blocked amounts. As of 31 December, 2022, the capital of the company consists of 385,000,000 shares (31 December 2021: 385,000,000 shares). The nominal value of the shares is TRY 1 per share (31 December 2021: TRY 1 per share).

The headquarters of the company is in Kısıklı Mahallesi, Çeşme Çıkmazı Sokak, Yıldız Holding Apt. No: 6/1 Uskudar Istanbul address. As of 31 December 2022, the total number of personnel of the Company is 4 people. (31 December 2021: 4 people).

Approval of Financial Statements

The financial statements have been approved by the Board of Directors and authorized to be published on 1 March 2023.

Dividends Payable

As of the publication date of the financial statements, there is no dividend decision taken by the General Assembly.

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS

2.1. Basis of Presentation

Statement of Compliance with TAS

The Company maintain its books of accounts and prepare its statutory financial statements in accordance with the Turkish Commercial Code (“TCC”), tax legislation, the Uniform Chart of Accounts.

The accompanying financial statements are prepared in accordance with Communiqué Serial II, No:14.1, “Principles of Financial Reporting in Capital Markets” (“the Communiqué”) published in the Official Gazette numbered 28676 on 13 June 2013. According to Article 5 of the Communiqué, financial statements are prepared in accordance with the Turkish Accounting Standards (“TAS”) issued by Public Oversight Accounting and Auditing Standards Authority (“POAASA”). TAS contains Turkish Accounting Standards, Turkish Financial Reporting Standards (“TFRS”) and its addendum and interpretations (“IFRIC”).

The accompanying financial statements are within the scope of the Capital Markets Board's (“CMB”) Communiqué on “Principles of Financial Reporting in the Capital Markets” numbered II-14.1 and Turkish Accounting Standards (“TAS”) published by the Public Oversight, Accounting and Auditing Standards Authority (“KGK”) and Turkish Financial Reporting Standards (“TFRS”). The presentation principles have been prepared in accordance with the 2022 TFRS Taxonomy, which was developed by the KGK on the basis of subparagraph (b) of the 9th article of the Decree Law No. 660 and determined and announced to the public with the decision of the KGK dated 4 October 2022.

The financial statements are prepared on the historical cost basis, except for the revaluation of financial instruments at fair value. The determination of historical cost is generally based on the fair value of the amount paid for the assets. The Company's financial statements have been prepared consistent with accounting policies used in preparation of financial statements for the year ending 31 December 2022 except for new accounting standards applicable as of 1 January 2023. New accounting standards are disclosed at Note 2.2 and Note 2.3.

On January 20, 2022, the Public Oversight Authority made a statement on the Implementation of Financial Reporting in High Inflation Economies within the Scope of Turkish Financial Reporting Standards, Financial Reporting Standard for Large and Medium Sized Enterprises. Accordingly, it is stated that businesses applying TFRS do not need to make any adjustments in their financial statements for 2021 within the scope of TAS 29 - Financial Reporting in High Inflation Economies (“TAS 29”). As of the preparation date of these solo financial statements, no new disclosure has been made by POA within the scope of TAS 29, and no inflation adjustment has been made according to TAS 29 while preparing the solo financial statements dated 31 December, 2022.

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.1. Basis of Presentation (Continued)

Functional and Presentation Currency

Financial statements of the Company are presented in the currency of the primary economic environment in which the entities operate (its functional currency). The results and financial position of the Company is expressed in Turkish Lira, which is the functional and presentation currency of the Company.

Disclosure on Financial Investments

Accounting policy amendments are applied retrospectively and the previous year financial statements are rearranged.

According to TFRS 10, the Company did not present a financial statement by measuring its investments at fair value through profit or loss and benefiting from exclusion related to financial statement presentation. Besides, the Company is an investment entity as per the definition of investment entity in TFRS 10. The aspects indicating the Company’s nature as investment entity are that: the Company gets funds from one or more investors in order to provide investment management services; undertakes its investor or investors that its business purpose is to invest the funds for only acquiring capital gain or investment income or both; and measures and appraises the performance of its all investment based on the fair value principle. Furthermore, the Company has investors without related parties as it is open to multiple investments and investors and to public.

The subsidiaries that the Company controls but does not consolidate are as follows:

	(%)	Place of Establishment and Operation	Field of Operation
Polinas Plastik Sanayii ve Tic. A.Ş.	99.00	Turkey	Packaging
Azmüsebat Çelik Sanayii A.Ş. ve Ticaret A.Ş.	97.61	Turkey	FMCG
Gözde Tech Ventures Teknoloji Yatırımları A.Ş.	100.00	Turkey	Technology Investments

Checking the compliance with the portfolio restrictions and the limit of financial liability and total expenses

Information on Checking the Compliance with Portfolio Restrictions and the Limit of Financial Liability and Total Expenses given in Supplementary Footnote has the feature of summary information generated from financial statements as per “Communiqué on the Principles of Financial Reporting in Capital Markets” and is prepared within the framework of the provisions of “Communiqué on Principles of Venture Capital and Private Equity Investment Companies” with number III-48.3, published in the in the Official Gazette edition 28790 on 9 October 2013, regarding checking the compliance with portfolio restrictions and the limit of financial liability and total expenses.

Comparative Information and Adjustment of Prior Period Financial Statements

The financial statements of the Company are prepared comparatively with the previous period in order to enable the determination of the financial situation and performance trends. In order to comply with the presentation of the current period financial statements, comparative information is reclassified when deemed necessary and significant differences are disclosed. As of 31 December, 2022, the Company does not have any classification.

Adjustment of financial statements during high inflation period

The Public Oversight Authority made a statement on January 20, 2022, in order to clear doubts about whether the companies that apply the Turkish Financial Reporting Standards (TFRS) will apply TAS 29 Financial Reporting in High Inflation Economies in the 2021 financial reporting period. Accordingly, it has been stated that businesses that apply TFRS do not need to make any adjustments within the scope of TAS 29 Financial Reporting in High Inflation Economies (“TAS 29”), and no new explanation has been made by the KGK about the application of TAS 29 afterwards. Considering that no new disclosure has been made as of the date these financial statements were prepared, no inflation adjustment was made according to TAS 29 while preparing the financial statements as of 31 December 2022.

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.2. New and revised standards and interpretations

The accounting policies used in the preparation of the financial statements for the accounting period ending as of 31 December 2022 have been applied consistently with those used in the previous year, except for the new and amended TFRS standards and TFRYK interpretations valid as of 1 January 2022, which are summarized below. The effects of these standards and interpretations on the financial position and performance of the Company are explained in the relevant paragraphs.

Benchmark Interest Rate Reform – Second Phase - Amendments to TFRS 9, TAS 39, TFRS 7, TFRS 4 and Amendments to TFRS 16 - Concessions Granted in Rent Payments Related to Covid-19 Change. The Company has evaluated the effects of new standards, amendments and interpretations and concluded that they do not have significant effects on the financial statements.

a) *Standards, amendments, and interpretations applicable as of 31 December 2022:*

- **Amendment to IFRS 16, ‘Leases’ – Covid-19 related rent concessions Extension of the practical expedient (effective 1 April 2021);** As a result of the coronavirus (COVID-19) pandemic, rent concessions have been granted to lessees. In May 2020, the IASB published an amendment to IFRS 16 that provided an optional practical expedient for lessees from assessing whether a rent concession related to COVID-19 is a lease modification. On 31 March 2021, the IASB published an additional amendment to extend the date of the practical expedient from 30 June 2021 to 30 June 2022. Lessees can elect to account for such rent concessions in the same way as they would if they were not lease modifications. In many cases, this will result in accounting for the concession as variable lease payments in the period(s) in which the event or condition that triggers the reduced payment occurs.
- **A number of narrow-scope amendments to IFRS 3, IAS 16, IAS 37 and some annual improvements on IFRS 1, IFRS 9, IAS 41 and IFRS 16;** effective from annual periods beginning on or after 1 January 2022.
 - **Amendments to IFRS 3, ‘Business combinations’** update a reference in IFRS 3 to the Conceptual Framework for Financial Reporting without changing the accounting requirements for business combinations.
 - **Amendments to IAS 16, ‘Property, plant and equipment’** prohibit a company from deducting from the cost of property, plant and equipment amounts received from selling items produced while the company is preparing the asset for its intended use. Instead, a company will recognise such sales proceeds and related cost in profit or loss.
 - **Amendments to IAS 37, ‘Provisions, contingent liabilities and contingent assets’** specify which costs a company includes when assessing whether a contract will be loss-making.

Annual improvements make minor amendments to IFRS 1, ‘First-time Adoption of IFRS’, IFRS 9, ‘Financial Instruments’, IAS 41, ‘Agriculture’ and the Illustrative Examples accompanying IFRS 16, ‘Leases’.

b) *Standards, amendments, and interpretations that are issued but not effective as of 31 December 2022:*

- **Narrow scope amendments to IAS 1, Practice statement 2 and IAS 8;** effective from annual periods beginning on or after 1 January 2023. The amendments aim to improve accounting policy disclosures and to help users of the financial statements to distinguish between changes in accounting estimates and changes in accounting policies.
- **Amendment to IAS 12 – Deferred tax related to assets and liabilities arising from a single transaction;** effective from annual periods beginning on or after 1 January 2023. These amendments require companies to recognise deferred tax on transactions that, on initial recognition give rise to equal amounts of taxable and deductible temporary differences.

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.2. New and revised standards and interpretations (continued)

- **Amendment to IFRS 16 – Leases on sale and leaseback;** effective from annual periods beginning on or after 1 January 2024. These amendments include requirements for sale and leaseback transactions in IFRS 16 to explain how an entity accounts for a sale and leaseback after the date of the transaction. Sale and leaseback transactions where some or all the lease payments are variable lease payments that do not depend on an index or rate are most likely to be impacted.
- **Amendment to IAS 1 – Non current liabilities with covenants;** effective from annual periods beginning on or after 1 January 2024. These amendments clarify how conditions with which an entity must comply within twelve months after the reporting period affect the classification of a liability.
- **IFRS 17, ‘Insurance Contracts’, as amended in December 2021;** effective from annual periods beginning on or after 1 January 2023. This standard replaces IFRS 4, which currently permits a wide variety of practices in accounting for insurance contracts. IFRS 17 will fundamentally change the accounting by all entities that issue insurance contracts and investment contracts with discretionary participation features.

2.3 Summary of Significant Accounting Policies

Revenue

Venture capital

Revenue consist of income from sale of subsidiaries, associates and dividend income. Income resulting from loss of control on subsidiaries and associates is recognized immediately.

Other income and expenses are consist of fair value increase or decrease of financial investments and consultancy income.

Financial Instruments

Classification and measurement

The Company classified its financial assets in three categories; financial assets carried at amortized cost, financial assets carried at fair value through profit or loss, financial assets carried at fair value through other comprehensive income. Classification is performed in accordance with the business model determined based on the purpose of benefits from financial assets and expected cash flows. Management performs the classification of financial assets at the acquisition date.

(a) Financial assets carried at amortized cost

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest, whose payments are fixed or predetermined, which are not actively traded and which are not derivative instruments are measured at amortized cost. They are included in current assets, except for maturities more than 12 months after the balance sheet date. Those with maturities more than 12 months are classified as non-current assets. The Company’s financial assets carried at amortized cost comprise “trade receivables” and “cash and cash equivalents” in the statement of financial position. In addition, with recourse factoring receivables classified in trade receivables are classified as financial assets carried at amortized cost since collection risk for those receivables are not transferred to counterparty.

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.3 Summary of Significant Accounting Policies (continued)

Impairment

The Company has applied simplified approach and used impairment matrix for the calculation of impairment on its receivables carried at amortized cost, since they do not comprise of any significant finance component. In accordance with this method, if any provision provided to the trade receivables as a result of a specific events, the Company measures expected credit loss from these receivables by the life-time expected credit loss. The calculation of expected credit loss is performed based on the past experience of the Company and its expectations for the future indications.

b) Financial assets carried at fair value

Assets that are held by the management for collection of contractual cash flows and for selling the financial assets are measured at their fair value. If the management do not plan to dispose these assets in 12 months after the balance sheet date, they are classified as non-current assets. Company make a choice for the equity instruments during the initial recognition and elect profit or loss or other comprehensive income for the presentation of fair value gain and loss.

Financial assets carried at fair value through profit or loss

Financial assets carried at fair value through profit or loss comprise of “derivative instruments” in the statement of financial position. Derivative instruments are recognized as asset when the fair value of the instrument is positive, as liability when the fair value of the instrument is negative. The Company does not have any financial assets which carried at fair value through profit or loss.

Recognition and de-recognition of financial instruments

All purchases and sales of financial assets are recognized on the trade date i.e. the date that the Company commits to purchase or to sell the asset. These purchases or sales are purchases or sales generally require delivery of assets within the time frame generally established by regulation or convention in the market place.

A financial asset (or, where applicable a part of a financial asset or part of a group of similar financial assets) is derecognized where;

- The rights to receive cash flows from the asset have expired;
- The Company retains the right to receive cash flows from the asset, but has assumed an obligation to pay them in full without material delay to a third party under a "pass-through" arrangement; or;
- The Company has transferred its rights to receive cash flows from the asset and either (a) has transferred substantially all the risks and rewards of the asset, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the assets.

Where the Company has transferred its rights to receive cash flows from an asset and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognized to the extent of the Company’s continuing involvement in the financial statements.

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.3 Summary of Significant Accounting Policies (continued)

Financial liabilities

Borrowings are recognized initially at the proceeds received, net of transaction costs incurred. Borrowings are subsequently stated at amortized cost using the effective yield method; any difference between proceeds, net of transaction costs, and the redemption value is recognized in the statement of profit or loss over the period. Borrowing costs are charged to the statement of profit or loss when they are incurred. Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits and other short-term highly liquid investments which their maturities are three months or less from date of acquisition and that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value. The cash and cash equivalents of the Company are classified under the category of “Loans and Receivables”.

Related Parties

Shareholders that have significant influence over the Company, members of Board of Directors and key management personnel, in each case together with their families and companies controlled by or affiliated with them, joint ventures and associates are considered and referred to as related parties.

Property, Plant and Equipment

Tangible assets are recognized at the value after accumulated depreciation and impairment are deducted from historic cost values. Lands are not depreciated and recognized after impairment deducted from historic cost values.

Properties in the course of construction for production, rental or administrative purposes, or for purposes not yet determined, are carried at cost, less any recognized impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalized in accordance with the Company’s accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use.

Depreciation is recognized so as to write off the cost or valuation of assets, other than freehold land and properties under construction, less their residual value over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period with the effect of any changes in estimate accounted for on a prospective basis.

Useful live for special cost is 2-5 years and 3-10 years for equipments.

The Company management reviews useful lives and amortization method at the end of each reporting period in order to consider economic benefit from assets is consistent with the method and useful lives.

Impairment of Assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication exists, the recoverable amount of the assets is estimated in order to determine the extent of the impairment loss (if any).

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually and whenever there is an indication that the asset may be impaired.

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.3 Summary of Significant Accounting Policies (continued)

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

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

Foreign Currency Transactions

In preparing the financial statements of the Company, transactions in currencies other than TRY (foreign currencies) are recorded at the rates of exchange prevailing on the dates of the transactions. At balance sheet, monetary items denominated in foreign currencies are retranslated at the rates prevailing on the balance sheet date.

Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Provisions, Contingent Assets and Contingent Liabilities

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate of the amount can be made. The amount recognized as a provision should be the best estimate of the expenditure required to settle the present obligation at the balance sheet date, that is, the amount that an entity would rationally pay to settle the obligation at the balance sheet date.

If some or all of the expenditure required to settle a provision is expected to be reimbursed by another party, the reimbursement could be recognized as an asset when, and only when, it is virtually certain that reimbursement will be received and can be estimated reliably.

Employee Benefits

Termination benefits:

Under Turkish law and union agreements, lump sum payments are made to employees retiring or involuntarily leaving the Company. Such payments are considered as being part of defined retirement benefit plan as per “TAS 19” Employee Benefits. The retirement benefit obligation recognized in the statement of financial position represents the present value of the defined benefit obligation. All actuarial gains and losses calculated are recognized in the other comprehensive statement of profit or loss.

The Company is exempted from income tax in accordance with Corporate Tax Law Article5/1-d. The Company’s earnings is exempted from corporate tax.

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.3 Summary of Significant Accounting Policies (continued)

Earnings Per Share

Earnings per share disclosed in the income statement are determined by dividing net income attributable to equity holders of the parent by the weighted average number of shares outstanding during the period concerned.

Companies in Turkey can increase their capitals that they distributed to their shareholders from the profits of previous year by “free of charge share certificates”. Such “free of charge share” distributions are considered as issued share in calculation of profit as per share. Accordingly, number of weighted average shares used in these calculations is calculated considering the retrospective impacts of related share certificate.

Subsequent Events

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

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

Statement of Cash Flows

In the statement of cash flows, cash flows during the period are classified under operating, investing or financing activities.

Cash and cash equivalents comprise cash on hand and demand deposits and other short-term highly liquid investments which their maturities are three months or less from date of acquisition and that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

Taxes on Corporate Income - Inflation Adjustment

On January 20, 2022, the Public Oversight Authority made a statement on the Implementation of Financial Reporting in High Inflation Economies within the Scope of Turkish Financial Reporting Standards, Financial Reporting Standard for Large and Medium Sized Enterprises. Accordingly, it has been stated that businesses applying TFRS do not need to make any adjustments in their financial statements for 2021 within the scope of TAS 29 Financial Reporting in High Inflation Economies.

Significant accounting estimates and decisions are presented in Note 21.

3. MERGERS

None (31 December 2021 : None).

4. SEGMENT REPORTING

The company operates in only one area, venture capital investments. Since the company operates in only one area and only in Turkey, no segment reporting has been made in the accompanying financial statements. In addition, apart from the information detailed in Notes 13, 19, 21 and 23, no segment reporting is made to the senior management.

5. CASH AND CASH EQUIVALENTS

	31 December 2022	31 December 2021
Demand deposits	-	60,887
Total	-	60,887

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements
for the period 1 January - 31 December 2022
(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

6. RELATED PARTY DISCLOSURES

a) Balances with Related Parties

31 December 2022	Receivables		Payables		
	Short-term		Short-term		Long-term
Balance with Related Parties	Trade	Non-trade	Trade	Non-trade	Non-trade
Azmüsebat Çelik San. ve Tic. A.Ş.	9,906	-	-	-	-
Yıldız Holding A.Ş.	-	-	-	1,465,128,345	250,000,000
Sağlam İnş.Taah.Tic.A.Ş.	-	-	447	-	-
Franklin Templeton Danışmanlık Hizmetleri A.Ş.(*)	-	-	286,185,067	-	-
İzsal Bilgi Sistemleri ve Gayrimenkul Geliştirme A.Ş.(**)	-	-	3,357	-	-
Penta Teknoloji Ürünleri Dağıtım ve Tic A.Ş.	19,811	-	-	-	-
Total	29,717	-	286,188,871	1,465,128,345	250,000,000

The Company's non-trade payable balances to related parties originate from the use of funds within the scope of the Company's field of activity, and the interest rates applied to these balances in 2022 are in the range of 21.03%-41.19% in Turkish Lira, 5.32%- 10.72% in US Dollars and 4.58%-9.54% in Euro.

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

6. RELATED PARTY DISCLOSURES (Continued)

a) Balances with Related Parties (Continued)

(*) The services provided to the Company within the scope of the 'Consultancy Agreement' (Agreement) signed on 29 October 2017 (with an option to extend for 5+2 years) with Franklin Templeton Danışmanlık Hizmetleri A.Ş., an indirect subsidiary of Franklin Resources, Inc. in Turkey, to provide consultancy services on strategic issues related to the Company's operations are as follows. At the end of the 5th year, the option to extend for 2 years has been used.

- Advising the Board of Directors: Maintaining a specialized team dedicated to Gözde Girişim Sermayesi for the purpose of increasing the net asset value of the Company,
- Advising portfolio companies: Providing consulting services to portfolio companies for improvements in the operational context,
- Improving corporate governance: Creating strategies to improve corporate governance in portfolio companies.
- Finding investments in line with the Company's strategy: Identifying and evaluating potential non-public investment opportunities,
- Building better communication to create value: Strengthening communication strategies with investors and banks and other potential stakeholders to create value,
- Determining exit strategies: Providing the Company with exit strategies for existing investments and guiding and/or advising on sales processes,
- Providing consultancy services in the preparation of the Company's annual budget and long-term business plan,
- Sharing information about market developments with the Company's Board of Directors.

The amount of 'Retainer Fee' accrued quarterly for consultancy services is invoiced to the Company at an amount corresponding to 2% of the 'Market Value of the Company' calculated based on the average share price for the relevant reporting period quarter.

In accordance with the relevant clauses of the agreement regarding the sale of assets and dividend payments to the Company, the fee payments to be made to Franklin Templeton Danışmanlık Hizmetleri; 'CCCF' (Capital Contribution to Capital Fee), which is payable at 10% or 15% of the difference between the entry price (fair values in the Company's financial statements as of 30 September 2017) and the sale price, after deducting the transaction costs related to the purchase and sale; and the 'CCIF' (Consultancy Contribution to Income Fee) to be paid over 3% of gross dividend income payments, have been arranged

Prior to 29 October 2017, the date of signature of the 'Consultancy Agreement', whilst the CCCF amount incurred during the sale of portfolio companies that were already in the Company's portfolio was calculated over 10% of the difference between the entry and sale amounts of the portfolio companies in the Company's portfolio, after deducting the transaction costs related to the purchase and sale processes; the CCCF amount incurred during the sale of the portfolio companies included in the Company's portfolio after the signature date of this "Advisory Agreement" is calculated as 15% of the difference between the entry and sale amounts of the portfolio companies, after deducting the transaction costs related to the purchase and sale processes.

Although there is no invoice received by the Company within the scope of these fees (CCCF and CCIF), due to the share transfer in Kümaş Manyezit Sanayi A.Ş., which was announced to the public with a PDP disclosure on 03.02.2021, and the share transfer in Propak Ambalaj Üretim ve Pazarlama A.Ş., which was announced to the public with a PDP disclosure on 07.06.2021, a total provision of TRY 218,505,854.49 was recognized in the Company's statement of profit or loss for the period 31 December 2021. Due to the share transfer in Propak Ambalaj Üretim ve Pazarlama A.Ş. announced to the public on 07.06.2021 with a PDP disclosure, a total provision amounting to TRY 218,505,854.49 for the year 2021 related to these asset transfers has been recognized in the 'Cost of Sales' account in the Company's statement of profit or loss for the period ended 31 December 2021. The ratio of the total amounts related to the services received from Franklin Templeton Consulting to the total assets for the periods 31 December 2022 and 31 December 2021 is within the ratio permitted by Article 26 titled Total Expense Ratio of the Communiqué on Venture Capital Investment Trusts numbered III-48.3.

** İzsal Gayrimenkul Geliştirme A.Ş. (Transferee) and Most Bilgi Sistemleri Tic.A.Ş. were merged on 30 December 2022 and the new trade name of the Transferee company is registered as İzsal Bilgi Sistemleri ve Gayrimenkul Geliştirme A.Ş.

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

6. RELATED PARTY DISCLOSURES (Continued)

a) Balances with Related Parties (Continued)

31 December 2021	Receivables		Payables		
	Short-term		Short-term	Long-term	
Balance with Related Parties	Trade	Non-trade	Trade	Non-trade	Non-trade
Azmüsebat Çelik San. ve Tic. A.Ş.	5,440	-	-	-	-
Yıldız Holding A.Ş.	-	-	-	822,589,400	250,000,000
Makina Takım Endüstrisi A.Ş.	-	-	-	747,795	-
Sağlam İnş.Taah.Tic.A.Ş.	-	-	2,579	-	-
Franklin Templeton Danışmanlık Hizmetleri A.Ş.(*)	-	-	252,463,233	-	-
Most Bilgi Sistemleri Tic. A.Ş.	-	-	23,035	-	-
İzsal Gayrimenkul Geliştirme A.Ş.	-	-	1,717	-	-
Penta Teknoloji Ürünleri Dağıtım ve Tic A.Ş.	5,441	-	-	-	-
Total	10,881	-	252,490,564	823,337,195	250,000,000

Interest rates applied to the Company's non-trade payable balances to related parties in 2021 are in the range of 20.11% - 22.45% in Turkish Lira, 3.75% - 5.44% in US Dollars, 3.51% - %4.52 in Euro.

(*) Consists of consultancy expenses. See page 16.

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements
for the period 1 January - 31 December 2022
(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

6. RELATED PARTY DISCLOSURES (Continued)

Related party transactions	1 January - 31 December 2022				
	Service Procurement	Other Income	Financing Income	Financing Expenses	Rent Expense
Azmüsebat Çelik San. ve Tic. A.Ş.	-	87,975	-	-	-
Franklin Templeton Danışmanlık Hizmetleri A.Ş.(*)	80,185,483	-	-	-	-
Yıldız Holding A.Ş.	5,231,108	-	-	362,397,783	66,911
Önem Gıda San. Ve Tic. A.Ş.	-	19,516	-	-	-
İzsal Gayrimenkul Geliştirme A.Ş.	29,315	-	-	-	-
Most Bilgi Sistemleri Tic. A.Ş.	396,645	-	-	-	-
Sağlam İnş.Taah.Tic.A.Ş.	49,391	-	-	-	-
Penta Teknoloji Ürünleri Dağıtım ve Tic A.Ş.	-	87,678	-	-	-
Gözde Tech Ventures Teknoloji Yatırımları A.Ş.	-	1,820	-	-	-
Total	85,891,942	196,989	-	362,397,783	66,911

(*) Consists of consultancy expenses. See page 16.

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements
for the period 1 January - 31 December 2022
(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

6. RELATED PARTY DISCLOSURES (Continued)

Related party transactions	1 January - 31 December 2021				
	Service Procurement	Other Income	Financing Income	Financing Expenses	Rent Expense
Polinas Plastik Sanayii ve Tic.A.Ş.	-	-	-	13,822	-
Azmüsebat Çelik San. ve Tic. A.Ş.	-	55,325	-	-	-
Franklin Templeton Danışmanlık Hizmetleri A.Ş.(*)	270,511,409	-	-	-	-
Yıldız Holding A.Ş.	5,013,690	5,189,991	-	200,367,466	38,738
Dursun Sınayi Yatırımlar A.Ş.	-	-	24,469	-	-
İzsal Gayrimenkul Geliştirme A.Ş.	17,424	-	-	-	-
Most Bilgi Sistemleri Tic. A.Ş.	242,267	-	-	-	-
Sağlam İnş.Taah.Tic.A.Ş.	30,994	-	-	-	-
Penta Teknoloji Ürünleri Dağıtım ve Tic A.Ş.	248,350	55,325	-	-	-
Total	276,064,134	5,300,641	24,469	200,381,288	38,738

(*) Consists of consultancy expenses. See page 16.

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements for the period 1 January - 31 December 2022 (Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

6. RELATED PARTY DISCLOSURES (Continued)

b) Benefits for senior management:

	1 January - 31 December 2022	1 January - 31 December 2021
Salaries and other benefits	363,884	321,667
Total	363,884	321,667

7. TRADE RECEIVABLES AND PAYABLES

The details of trade receivables and payables as of 31 December 2022 and 31 December 2021 are as follows;

Trade receivables :

	31 December 2022	31 December 2021
Trade receivables from related parties (Note 6)	29,717	10,881
Total	29,717	10,881

Trade payables :

	31 December 2022	31 December 2021
Trade payables to related parties (Note 6)	286,188,871	252,490,564
Trade payables to non-related parties (Note 6)	396,451	849,087
Total	286,585,322	253,339,651

Financial risk disclosures related to trade payables are in Note 20.

8. OTHER RECEIVABLES AND PAYABLES

The details of the other receivables and payables as of 31 December 2022 and 31 December 2021 are as follows ;

Other receivables :

	31 December 2022	31 December 2021
Receivables from the tax office(*)	-	30,484
Total	-	30,484

(*) Withholding tax deduction on interest income.

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

8. OTHER RECEIVABLES AND PAYABLES (Continued)

Other payables:

	31 December 2022	31 December 2021
Other short-term payables to related parties (Note 6)	1,465,128,345	823,337,195
Total	1,465,128,345	823,337,195
Other long-term payables to related parties (Note 6)	250,000,000	250,000,000
Total	250,000,000	250,000,000

9. TANGIBLE ASSETS

	Leasehold			Total
	Fixtures	improvements	Other	Total
Cost				
Opening balance as of 1 January 2022	431,036	806,273	-	1,237,309
Purchases	10,684	-	70,469	81,153
Closing balance as of 31 December 2022	441,720	806,273	70,469	1,318,462
Accumulated depreciation				
Opening balance as of 1 January 2022	(404,461)	(806,273)	-	(1,210,734)
Expense for the period	(4,544)	-	(9,788)	(14,332)
Closing balance as of 31 December 2022	(409,005)	(806,273)	(9,788)	(1,225,066)
Net book value as of 31 December 2022	32,715	-	60,681	93,396
	Leasehold			Total
	Fixtures	improvements	Other	Total
Cost				
Opening balance as of 1 January 2021	418,653	806,273	-	1,224,926
Purchases	12,383	-	-	12,383
Closing balance as of 31 December 2021	431,036	806,273	-	1,237,309
Accumulated depreciation				
Opening balance as of 1 January 2021	(399,100)	(806,273)	-	(1,205,373)
Expense for the period	(5,361)	-	-	(5,361)
Closing balance as of 31 December 2021	(404,461)	(806,273)	-	(1,210,734)
Net book value as of 31 December 2021	26,575	-	-	26,575

Depreciation expenses of tangible assets are recognized under general administrative expenses in the profit or loss statement. There is no pledge or mortgage on tangible assets (31 December 2021: None). There are no tangible assets acquired via financial leasing (31 December 2021: None).

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

10. EMPLOYEE BENEFITS

Payables within the scope of employee benefits:

	31 December 2022	31 December 2021
Payables to personnel	151,719	77,239
Total	151,719	77,239

Short-term provisions for employee benefits:

	31 December 2022	31 December 2021
Provisions for unused vacations	278,920	105,820
Total	278,920	105,820

Long-term provisions for employee benefits:

Provision for severance pay

Pursuant to the provisions of the Labor Law in force, employees whose employment contracts are terminated to qualify for severance pay are obliged to pay the legal severance pay to which they are entitled. In addition, in accordance with the provisions of the Social Security Law No. 506, dated March 6, 1981, numbered 2422, and dated August 25, 1999, numbered 4447 and the Amended Article 60 of the Social Security Law, which is still in effect, there is an obligation to pay the legal severance indemnity to those who are entitled to leave the job by receiving severance pay. Some transitional provisions related to pre-retirement service conditions were removed from the Law with the amendment of the relevant law on 23 May 2002. As of 31 December 2022, severance pay to be paid is subject to a monthly ceiling of TRY 15,371.50.(31 December 2021: TRY 8,248.51).

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

The main assumption is that the maximum liability amount for each year of service will increase in line with inflation. Therefore, the discount rate applied represents the expected real rate after adjusting for the effects of future inflation. Therefore, the provisions in the accompanying financial statements as of 31 December 2022 are calculated by estimating the present value of the future probable obligation arising from the retirement of the employees. As of 31 December 2022, the provision for severance pay is calculated using the real discount rate, which is approximately 1.50% based on annual inflation of 17.64% and discount rate of 19.4% (31 December 2021: 3.72%).

The maximum amount of TRY 19,982.83 effective as of 1 January 2023 has been taken into account in calculating the severance pay provision of the company (31 December 2021: TRY 10,848.59 effective as of 1 January 2022). Actuarial losses and gains are recognized in profit or loss as the effect on the financial statements is immaterial.

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements for the period 1 January - 31 December 2022 (Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

10. EMPLOYEE BENEFITS (Continued)

Movements in the provision for employment termination benefits during the period are as follows:

	31 December 2022	31 December 2021
Opening balance	202,618	181,362
Severance pay paid	-	(217,012)
Service cost	228,987	145,099
Interest cost	35,875	93,169
As of December 31	467,480	202,618

11. OTHER ASSETS AND LIABILITIES

a. Other current assets

	31 December 2022	31 December 2021
Prepaid expense for the following months	28,780	16,108
Prepaid taxes	-	47
Income accrual	-	12,150
Total	28,780	28,305

b. Other fixed assets

	31 December 2022	31 December 2021
Deferred Value Added Tax	79,072,202	50,833,065
Total	79,072,202	50,833,065

c. Other current liabilities

	31 December 2022	31 December 2021
Other taxes and funds	4,931,005	2,667,790
Total	4,931,005	2,667,790

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

12. CAPITAL, RESERVES AND OTHER ITEMS OF EQUITY

Capital

The paid-in capital structure of the Company is as follows as of December 31, 2022 and December 31, 2021:

	Share capital (%)	31 December 2022	Share capital (%)	31 December 2021
Kökler Yatırım Holding A.Ş.	29.73	114,466,300	29.73	114,466,300
Yıldız Holding A.Ş.	22.78	87,719,769	22.78	87,719,769
Üs Holding A.Ş.	15.43	59,409,903	15.43	59,409,903
Franklin Templeton Luxembourg SA	5.00	19,250,000	5.00	19,250,000
Other	27.06	104,154,028	27.06	104,154,028
Nominal Capital	100	385,000,000	100	385,000,000

According to data from the Central Securities Depository (MKK), 30.40% of the shares of Gözde Girişim Sermayesi Yatırım Ortaklığı A.Ş. are public as of the reporting date (31 December 2021: 30.38%). The Central Securities Depository determines the free float rate of companies and includes all shares that are 10% or below to the free float rate. Furthermore, it deducts blocked amounts to determine the final rate. The capital of the company as of 31 December, 2022 consists of 385,000,000 shares. (31 December 2021: 385,000,000 shares). The nominal value of shares is TRY 1 per share (31 December 2021: TRY 1 per share).

Share premium

Share premium amounting to TRY 197,888,938 recognized in accordance with capital increase dated 25 August 2011 (31 December 2021: TRY 197,888,938). Share premium amounting to TRY 55,924 recognized in accordance with capital increase dated May 2014.

Legal reserves

	31 December 2022	31 December 2021
Restricted reserves separated from profit	4,357,694	4,357,694
Total	4,357,694	4,357,694

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

13. REVENUE AND COST OF SALES

Revenue	1 January - 31 December 2022	1 January - 31 December 2021
Sale of investment	-	1,677,427,334
Dividend income (*)	465,726	18,255,468
Total	465,726	1,695,682,802

Cost of sales	1 January - 31 December 2022	1 January - 31 December 2021
Cost of sales (**)	-	(1,680,805,483)
Total	-	(1,680,805,483)

(*) Total dividend income of TRY 465,726 was obtained from Flo Mağazacılık ve Paz. A.Ş. and Kuveyt Türk Katılım Bankası A.Ş. in the period. TRY 18,255,468 dividend income was obtained from Şok Marketler Ticaret A.Ş. in the same period of the previous year.

(**) Although there is no invoice received by the Company within the scope of these fees (CCCF and CCIF), due to the share transfer in Kümaş Manyezit Sanayi A.Ş., which was announced to the public with a PDP disclosure on 03.02.2021, and the share transfer in Propak Ambalaj Üretim ve Pazarlama A.Ş., which was announced to the public with a PDP disclosure on 07.06.2021, a total of TRY 218,505,854.49 provision for these asset transfers for the year 2021 has been accounted for in the "Cost of Sales" account in the profit or loss statement of the Company for the period of 31 December 2021. The ratio of the total amounts related to the services received from Franklin Templeton Consulting to the total assets for the periods 31 December 2022 and 31 December 2021 is within the ratio permitted by Article 26 titled Total Expense Ratio of the Communiqué on Venture Capital Investment Trusts numbered III-48.3. Transactions between Franklin Templeton Danışmanlık Hizmetleri A.Ş. and the Company are detailed in Note 6.

Sales in 2021:

The transfer of shares representing 100% of the total capital of Kümaş (Gözde GSYO A.Ş. - 51%, Yıldız Holding A.Ş. - 49%) was realized on 3 February 2021 for a total share price of USD 296,979,916 as a result of taking into account the net debt amount and net working capital from an enterprise value of USD 340,000,000. On 3 February 2021, in a material event disclosure made to the Public Disclosure Platform (PDP), the Company announced that the share price corresponding to its 51% share in the capital of Kümaş is USD 151,459,757. On 3 February 2021, the share price was subject to final adjustment according to the financial statements prepared as of the date of transfer, and as a result of the adjustment, the final share price became USD 150,931,054.28.

TRY 1,076,607,067, which is the equivalent of the share price at the transaction date, constitutes the Company's revenue. As of 31 December 2020, the cost of sale is recognized as TRY 1,114,623,716 as a result of the inclusion of the transaction costs for the Company's share in TRY 1,111,790,346, which is the equivalent of the share price and is considered as the fair value of the investment in Kümaş Manyezit Sanayi A.Ş.

With the public offering of Penta Teknoloji Ürünleri Dağıtım Ticaret A.Ş., 5,401,901 shares of the Company with a nominal value of TRY 1 were sold at a price of TRY 32 per share for a total amount of TRY 172,860,832. Revenue was determined to be TRY 169,673,909 after deducting commission expenses. TRY 131,648,462, the carrying value of the shares sold through public offering at the transaction date constitutes the cost of sales.

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

13. REVENUE AND COST OF SALES (Continued)

Sales in 2021 (Continued)

The Company sold 111,567,386 shares of its subsidiary Makina Takım Endüstrisi A.Ş. to Istanbul Portföy Yıldız Serbest Özel Fon in return for TRY 396,064,220. The fair value of the transferred shares at the transaction date has been determined to be TRY 182,612,469 by using "Discounted Cash Flow" and "Market Value" methods and this amount constitutes the cost of sale.

The sale of participation shares amounting to TRY 35,082,138 from the participation shares held by the Company Istanbul Portföy Yıldız Serbest Özel Fon (Fund) to the Fund was realized on 24 August 2021. Cost of sales was recorded as TRY 33,414,982.

14. GENERAL ADMINISTRATIVE EXPENSES

	1 January - 31 December 2022	1 January - 31 December 2021
General administrative expenses (-)	(90,953,554)	(59,025,508)
Total	(90,953,554)	(59,025,508)

The details of general administrative expenses are as follows:

	1 January - 31 December 2022	1 January - 31 December 2021
Consultancy and audit expenses	(87,806,514)	(55,833,955)
Personnel salaries and expenses	(2,600,110)	(1,653,044)
Rent expenses	(66,911)	(38,738)
Taxes and other legal dues	(19,887)	(29,432)
Depreciation and amortization expenses	(14,332)	(5,361)
Other	(445,800)	(1,464,978)
Total	(90,953,554)	(59,025,508)

Fees for the services received from independent auditor/independent audit firm

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

	31 December 2022	31 December 2021
Independent audit fees for the reporting period	240,600	127,800
Fees for other assurance services	25,000	12,500
Total	265,600	140,300

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

15. OTHER INCOME AND EXPENSES FROM OPERATING ACTIVITIES

The details of other income and expenses from operating activities for the periods ending on 31 December 2022 and 2021 are as follows:

Other Income from Operating Activities

	1 January - 31 December 2022	1 January - 31 December 2021
Other operating income		
Income from fair value increases of financial investments (Note 19)	7,980,564,892	7,793,964,907
Other income	189,551	322,999
Total	7,980,754,443	7,794,287,906

Other Expenses from Operating Activities

	1 January - 31 December 2022	1 January - 31 December 2021
Loss from fair value decreases of financial investments (Note 19)	(711,843)	(1,286,968)
Commission expenses	(16,494)	(810,887)
Total	(728,337)	(2,097,855)

16. FINANCIAL INCOME AND EXPENSES

Financing income

	1 January - 31 December 2022	1 January - 31 December 2021
Interest income	-	790,504
Total	-	790,504

Financing expenses

	1 January - 31 December 2022	1 January - 31 December 2021
Interest expense	(394,093,613)	(214,287,944)
Foreign exchange losses	(24,882,593)	(80,453,411)
Total	(418,976,206)	(294,741,355)

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

17. EARNINGS PER SHARE

	1 January - 31 December 2022	1 January - 31 December 2021
Weighted average number of common stock outstanding	385,000,000	385,000,000
Net profit for shareholders	7,470,562,072	7,454,091,011
Earnings per share	19.40	19.36

18. PROVISIONS, CONTINGENT ASSETS AND LIABILITIES

There is no pledge, mortgage, collateral (31 December 2021: None)

The Company has one lawsuit for labor receivables filed against it as of the balance sheet date, and the proceedings are continuing in the court of first instance. One receivable lawsuit filed by the Company was rejected by the court of first instance, and as a result of the Company's appeal, the decision was overturned by the Court of Cassation due to incomplete examination. The case is pending in the first instance court. Provision has been made for this receivable of the Company in the previous period.

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

19. FINANCIAL INSTRUMENTS

Financial Investments:

The details of the Company's long-term financial assets as of 31 December 2022 and 31 December 2021 are as follows:

	31 December 2022		31 December 2021	
Financial investments at fair value through profit or loss	20,816,778,663		12,830,713,771	
Financial investments at fair value through profit or loss :				
Shares	31 December 2022	(%) 31 December 2021	(%)	
<i>Non publicly traded</i>	<i>13,624,576,095</i>		<i>8,755,673,318</i>	
Türkiye Finans Katılım Bankası A.Ş.	1,031,125,871	10.57	451,127,600	10.57
Flo Mağazacılık ve Paz. A.Ş.	2,092,555,338	11.50	964,965,000	11.50
Penta Teknoloji Ürünleri Dağ. Tic. A.Ş. (**)	5,661,441,803	27.04	4,669,388,822	27.04
Polinas Plastik Sanayii ve Tic. A.Ş.	3,450,634,546	99.00	2,139,390,000	99.00
Azmüsebat Çelik Sanayi ve Ticaret A.Ş.	1,259,320,259	97.61	499,118,974	97.61
Makina Takım Endüstrisi A.Ş. (***)	112,058,809	7.81	31,268,586	7.81
Gözde Tech Ventures Teknoloji Yatırımları A.Ş. (****)	14,248,814	100	-	-
Kuveyt Türk Katılım Bankası A.Ş.	3,190,655	<1	414,336	<1
<i>Publicly traded</i>	<i>5,104,823,759</i>		<i>2,703,945,236</i>	
Şok Marketler Tic. A.Ş. (*)	3,925,593,150	23.66	1,784,488,160	22.94
Makina Takım Endüstrisi A.Ş. (***)	97,368,603	6.79	27,169,470	6.79
Penta Teknoloji Ürünleri Dağ. Tic. A.Ş. (**)	1,081,862,006	5.17	892,287,606	5.17
Total shares	18,729,399,854		11,459,618,554	
Other financial assets that are not traded on the stock exchange / Fund participation share				
	31 December 2022	(%) 31 December 2021	(%)	
Istanbul Portföy Yıldız Fund Participation Shares (***)	2,087,378,809	-	1,371,095,217	-
Total	2,087,378,809		1,371,095,217	
Total Financial investments at fair value through profit or loss	20,816,778,663		12,830,713,771	

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

19. FINANCIAL INSTRUMENTS (Continued)

- (*) Şok Marketler Tic. A.Ş. started to be traded on Borsa Istanbul as of May 18, 2018 and is seen as a venture capital investment by the Company. Following the completion of the public offering process, the Company used the “Level 1” valuation method in calculating the fair value of the related financial investment. As a result of the reduction of the Company's issued capital from TRY 611,928,571 to TRY 593,290,008 , the share rate in the Company's capital increased from 22.94% to 23.66%.
- (**) Penta Teknoloji Ürünleri Dağ. Tic. A.Ş. started to be traded on Borsa Istanbul as of May 17, 2021 and is seen as a venture capital investment by the Company, excluding the shares acquired within the framework of price stability transactions. The Company used the “Level 1” valuation method in calculating the fair value of the related financial investment following the completion of the public offering process.
- (***) Considering that the shares of Makina Takım Endüstrisi A.Ş. are valued by the Istanbul Portfolio Yıldız Hedge Fund, which owns approximately 50% of the shares, using the market price method, the “Level 1” valuation method has been used in the fair value calculation of the relevant financial investment, starting from the first quarter financial statement period of 2022. The Company used the “Level 1” valuation method in calculating the fair value of the Fund participation shares.
- (****) With the resolution of the Company's Board of Directors dated 01.03.2022, it has been decided to establish a new company named "Gözde Tech Ventures Teknoloji Yatırımları A.Ş." (Gözde Tech Ventures), in which our Company has 100% shareholding, with a registered capital of TRY 12,000,000. Gözde Tech Ventures aims to make a profit by investing in technology-based startups at the early growth stage established in Turkey or abroad by evaluating investment opportunities in the fields of innovation, digital and technology, which have gained great momentum in the global arena in recent years, and by exiting startups that have reached the point of exit. Gözde Tech Ventures' registration process was completed on 03 March, 2022. Gözde Tech Ventures' portfolio includes Ember Lifesciences Inc., Ember Technologies Inc., and Kolay Yazılım A.Ş. shares, with a total cost of \$699,000. “Level 3” valuation method is used in calculating the fair value of Gözde Tech Ventures.

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements
for the period 1 January - 31 December 2022
(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

19. FINANCIAL INSTRUMENTS (Continued)

Shares	31 December 2022	Opening balance	Capital increase	Financial investment value increase	Financial investment value decrease	Sale of financial investments	Purchase of financial investments
<i>Non publicly traded</i>	13,624,576,095	8,755,673,318	2,500,000	4,863,402,777	-	-	3,000,000
Türkiye Finans Katılım Bankası A.Ş.	1,031,125,871	451,127,600	-	579,998,271	-	-	-
Flo Mağazacılık ve Paz. A.Ş.	2,092,555,338	964,965,000	-	1,127,590,338	-	-	-
Penta Teknoloji Ürünleri Dağ. Tic. A.Ş.	5,661,441,803	4,669,388,822	-	992,052,981	-	-	-
Polinas Plastik Sanayii ve Tic. A.Ş.	3,450,634,546	2,139,390,000	-	1,311,244,546	-	-	-
Azmüsebat Çelik Sanayi ve Ticaret A.Ş.	1,259,320,259	499,118,974	-	760,201,285	-	-	-
Makina Takım Endüstrisi A.Ş.	112,058,809	31,268,586	-	80,790,223	-	-	-
Gözde Tech Ventures Teknoloji Yatırımları A.Ş.	14,248,814	-	2,500,000	8,748,814	-	-	3,000,000
Kuveyt Türk Katılım Bankası A.Ş.	3,190,655	414,336	-	2,776,319	-	-	-
<i>Publicly traded</i>	5,104,823,759	2,703,945,236	-	2,400,878,523	-	-	-
Şok Marketler Tic. A.Ş.	3,925,593,150	1,784,488,160	-	2,141,104,990	-	-	-
Makina Takım Endüstrisi A.Ş.	97,368,603	27,169,470	-	70,199,133	-	-	-
Penta Teknoloji Ürünleri Dağ. Tic. A.Ş.	1,081,862,006	892,287,606	-	189,574,400	-	-	-
<i>Other financial assets that are not traded on the stock exchange / Fund participation share</i>	2,087,378,809	1,371,095,217	-	716,283,592	-	-	-
İstanbul Portföy Yıldız Fund Participation Shares	2,087,378,809	1,371,095,217	-	716,283,592	-	-	-
Total	20,816,778,663	12,830,713,771	2,500,000	7,980,564,892	-	-	3,000,000

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

19. FINANCIAL INSTRUMENTS (Continued)

Shares	31 December 2021	Opening balance	Capital increase	Financial investment value increase	Financial investment value decrease	Sale of financial investments	Purchase of financial investments
<i>Non publicly traded</i>	8,755,673,318	4,056,442,438	-	5,942,669,688	-	(1,243,438,808)	-
Türkiye Finans Katılım Bankası A.Ş.	451,127,600	346,696,000	-	104,431,600	-	-	-
Kümaş Manyezit San. A.Ş.	-	1,111,790,346	-	-	-	(1,111,790,346)	-
Flo Mağazacılık ve Paz. A.Ş.	964,965,000	510,830,000	-	454,135,000	-	-	-
Penta Teknoloji Ürünleri Dağ. Tic. A.Ş.	4,669,388,822	419,814,022	-	4,381,223,262	-	(131,648,462)	-
Polinas Plastik Sanayii ve Tic. A.Ş.	2,139,390,000	1,401,000,000	-	738,390,000	-	-	-
Azmüsebat Çelik Sanayi ve Ticaret A.Ş.	499,118,974	243,206,052	-	255,912,922	-	-	-
Makina Takım Endüstrisi A.Ş.	31,268,586	22,691,682	-	8,576,904	-	-	-
Kuveyt Türk Katılım Bankası A.Ş.	414,336	414,336	-	-	-	-	-
<i>Publicly traded</i>	2,703,945,236	1,936,741,805	-	842,849,240	-	(182,612,469)	106,966,660
Şok Marketler Tic. A.Ş.	1,784,488,160	1,771,852,130	-	12,636,030	-	-	-
Makina Takım Endüstrisi A.Ş.	27,169,470	164,889,675	-	9,804,864	-	(182,612,469)	35,087,400
Penta Teknoloji Ürünleri Dağ. Tic. A.Ş.	892,287,606	-	-	820,408,346	-	-	71,879,260
<i>Other financial assets that are not traded on the stock exchange / Fund participation share</i>	1,371,095,217	-	-	1,008,445,979	-	(33,414,982)	396,064,220
İstanbul Portföy Yıldız Fund Participation Shares	1,371,095,217	-	-	1,008,445,979	-	(33,414,982)	396,064,220
Total	12,830,713,771	5,993,184,243	-	7,793,964,907	-	(1,459,466,259)	503,030,880

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

19. FINANCIAL INSTRUMENTS (Continued)

Financial Debts

Financial Liabilities	31 December 2022	31 December 2021
Bank loans	-	134,075,760
Total	-	134,075,760

The details of bank loans are as follows:

31 December 2022	Weighted average effective interest rate (%)	Short term	Long term
EURO		-	-
Total		-	-

31 December 2021	Weighted average effective interest rate (%)	Short term	Long term
EURO	6	134,075,760	-
Total		134,075,760	-

The maturities of financial debts are as follows:

Financial Debts

Financial liabilities	31 December 2022	31 December 2021
to be paid within 1 year	-	134,075,760
Total	-	134,075,760

Net Financial Debt Distribution

The net financial debt reconciliation as of 31 December, 2022 and 2021 is as follows:

Financial liabilities	31 December 2022	31 December 2021
Cash and cash equivalents	-	60,887
Borrowings payable in one year	-	(134,075,760)
Other payables to related parties - payable within one	(1,465,128,345)	(823,337,195)
Other payables to related parties - payable after one y	(250,000,000)	(250,000,000)
Total	(1,715,128,345)	(1,207,352,068)

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

**Notes to the financial statements
for the period 1 January - 31 December 2022
(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)**

20. NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS

a) Financial risk factors

a1) Credit risk management

Credit risks by types of financial instruments

31 December 2022	Trade receivables		Receivables Other receivables		Deposits in bank and repo
	Related party	Other	Related party	Other	
Maximum credit risk exposure as of reporting date	29,717	-	-	-	-
-The part secured by the maximum guarantee, etc.	-	-	-	-	-
A. Net book value of financial assets that are not overdue or impaired	29,717	-	-	-	-
B. Book value of financial assets whose terms have been renegotiated and would otherwise be considered overdue or impaired.	-	-	-	-	-
C. Net book value of overdue but not impaired assets	-	-	-	-	-
-Part secured by collateral, etc.	-	-	-	-	-
D. Net book value of impaired assets	-	-	-	-	-
-Overdue (gross book value)	-	-	-	-	-
-Impairment (-)	-	-	-	-	-
-The part of the net worth secured by collateral etc.	-	-	-	-	-
-Not overdue (gross book value)	-	-	-	-	-
-Impairment (-)	-	-	-	-	-
-The part of the net worth secured by collateral etc.	-	-	-	-	-
E. Off-balance sheet items with credit risk	-	-	-	-	-

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

20. NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (Continued)

Credit risks by types of financial instruments

31 December 2021	Receivables				
	Trade receivables		Other receivables		Deposits in bank and repo
	Related party	Other	Related party	Other	
Maximum credit risk exposure as of reporting date	10,881	-	-	30,484	60,887
-The part secured by the maximum guarantee, etc.	-	-	-	-	-
A. Net book value of financial assets that are not overdue or impaired	10,881	-	-	30,484	60,887
B. Book value of financial assets whose terms have been renegotiated and would otherwise be considered overdue or impaired.	-	-	-	-	-
C. Net book value of overdue but not impaired assets	-	-	-	-	-
-Part secured by collateral, etc.	-	-	-	-	-
D. Net book value of impaired assets	-	-	-	-	-
-Overdue (gross book value)	-	-	-	-	-
-Impairment (-)	-	-	-	-	-
-The part of the net worth secured by collateral etc.	-	-	-	-	-
-Not overdue (gross book value)	-	-	-	-	-
-Impairment (-)	-	-	-	-	-
-The part of the net worth secured by collateral etc.	-	-	-	-	-
E. Off-balance sheet items with credit risk	-	-	-	-	-

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

20. NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (Continued)

The Company has no over due receivables as of December 31, 2022 (December 31, 2021: None).

a2) Liquidity risk management

Prudent liquidity risk management refers to holding sufficient cash, availability of sufficient credit transactions and fund resources, and the power to close market positions. The funding risk of current and prospective debt requirements is managed by maintaining the availability of sufficient number of high-quality lenders.

Liquidity risk tables

The table below shows the maturity distribution of the Company's non-derivative financial liabilities. Interests to be paid on liabilities in future periods are also included in the relevant maturities in the table below.

31 December 2022	Book value	Total cash outflows pursuant to the contract	less than 3 months	3-12 months	1-5 years
Bank loans	-	-	-	-	-
Trade payables	286,585,322	286,585,322	68,079,468	218,505,854	-
Other payables	1,715,128,345	1,715,128,345	-	1,465,128,345	250,000,000
Total	2,001,713,667	2,001,713,667	68,079,468	1,683,634,199	250,000,000

31 December 2021	Book value	Total cash outflows pursuant to the contract	less than 3 months	3-12 months	1-5 years
Bank loans	134,075,760	134,744,386	-	134,744,386	-
Trade payables	253,339,651	253,339,651	34,833,797	218,505,854	-
Other payables	1,073,337,195	1,073,337,195	-	823,337,195	250,000,000
Total	1,460,752,606	1,461,421,232	34,833,797	1,176,587,435	250,000,000

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

20. NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (Continued)

a3) Currency risk management

Transactions in foreign currencies cause exchange rate risk. Currency risk is managed by balancing foreign currency assets and liabilities. In the valuation of the foreign currency balances in the statement of financial position, the buying rates of the central bank of the Republic of Turkey on the date of the statement of financial position were used.

The distribution of the Company's foreign currency monetary and non-monetary assets and monetary and non-monetary liabilities as of the date of the statement of financial position is as follows:

31 December 2022			
	TRY		
Currency risk management	Equivalent	USD	EUR
1. Trade receivables	-	-	-
2a. Monetary financial assets	-	-	-
2b. Non-monetary financial assets	-	-	-
3. Other	-	-	-
4. Current Assets (1+2+3)	-	-	-
5. Trade receivables	-	-	-
6a. Monetary financial assets	-	-	-
6b. Non-monetary financial assets	-	-	-
7. Other	-	-	-
8. Non-Current Assets(5+6+7)	-	-	-
9. Total Assets (4+8)	-	-	-
10. Trade payables	17,614	-	882
11. Financial liabilities	-	-	-
12a. Other monetary liabilities	102,168,007	4,692,403	714,538
12b. Other non-monetary liabilities	-	-	-
13. Current Liabilities(10+11+12)	102,185,621	4,692,403	715,420
14. Trade payables	-	-	-
15. Financial liabilities	-	-	-
16a. Other monetary liabilities	-	-	-
16b. Other non-monetary liabilities	-	-	-
17. Non-Current Liabilities (14+15+16)	-	-	-
18. Total Liabilities (13+17)	102,185,621	4,692,403	715,420
19. Net foreign currency asset/(liability) position(9-18)	(102,185,621)	(4,692,403)	(715,420)
20. Monetary items net foreign currency asset/(liability) position (1+2a+3+5+6a-10-11-12a-14-15-16a)	(102,185,621)	(4,692,403)	(715,420)

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

20. NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (Continued)

31 December 2021

Currency risk management	TRY		
	Equivalent	USD	EUR
1. Trade receivables	-	-	-
2a. Monetary financial assets	27,139	2,046	40
2b. Non-monetary financial assets	-	-	-
3. Other	-	-	-
4. Current Assets (1+2+3)	27,139	2,046	40
5. Trade receivables	-	-	-
6a. Monetary financial assets	-	-	-
6b. Non-monetary financial assets	-	-	-
7. Other	-	-	-
8. Non-Current Assets(5+6+7)	-	-	-
9. Total Assets (4+8)	27,139	2,046	40
10. Trade payables	673,448	-	45,868
11. Financial liabilities	134,075,760	-	8,871,023
12a. Other monetary liabilities	66,273,501	4,309,386	577,632
12b. Other non-monetary liabilities	-	-	-
13. Current Liabilities(10+11+12)	201,022,709	4,309,386	9,494,523
14. Trade payables	-	-	-
15. Financial liabilities	-	-	-
16a. Other monetary liabilities	-	-	-
16b. Other non-monetary liabilities	-	-	-
17. Non-Current Liabilities (14+15+16)	-	-	-
18. Total Liabilities (13+17)	201,022,709	4,309,386	9,494,523
19. Net foreign currency asset/(liability) position(9-18)	(200,995,570)	(4,307,340)	(9,494,483)
20. Monetary items net foreign currency asset/(liability) position (1+2a+3+5+6a-10-11-12a-14-15-16a)	(200,995,570)	(4,307,340)	(9,494,483)

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

20. NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (Continued)

Sensitivity to currency risk

The Company is exposed to currency risk mainly in US Dollar and Euro.

The table below shows the sensitivity of the Company to 10% increase or decrease in USD and Euro exchange rates, assuming that all other variables remain constant. The 10% rate is the rate used when reporting the exchange rate risk within the Company to the senior managers, and the said rate expresses the possible change expected by the management in the exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items at year-end and shows the effects of 10% change in foreign currency exchange rates at the end of the year. This analysis includes external loans, borrowers and borrowers outside the functional currency.

31 December 2022

	Profit / (Loss)	
	Appreciation of foreign currency	Depreciation of foreign currency
In case of 10% appreciation of USD against TRY:		
1- USD net asset/liability	(8,789,810)	8,789,810
2- Amount hedged for the USD risk (-)	-	-
3- USD net effect (1+2)	(8,789,810)	8,789,810
In case of 10% appreciation of EUR against TRY:		
4- EUR net asset/liability	(1,428,752)	1,428,752
5- Amount hedged for the EUR risk (-)	-	-
6- EUR net effect (4+5)	(1,428,752)	1,428,752
Total	(10,218,562)	10,218,562

31 December 2021

	Profit / (Loss)	
	Appreciation of foreign currency	Depreciation of foreign currency
In case of 10% appreciation of USD against TRY:		
1- USD net asset/liability	(5,589,850)	5,589,850
2- Amount hedged for the USD risk (-)	-	-
3- USD net effect (1+2)	(5,589,850)	5,589,850
In case of 10% appreciation of EUR against TRY:		
4- EUR net asset/liability	(13,940,085)	13,940,085
5- Amount hedged for the EUR risk (-)	-	-
6- EUR net effect (4+5)	(13,940,085)	13,940,085
Total	(19,529,935)	19,529,935

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

20. NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (Continued)

a4) Interest rate risk management

The Company's borrowing at fixed and variable interest rates exposes the Company to interest rate risk. The said risk is managed by the Company by making an appropriate distribution between fixed and variable rate debts through interest rate swap agreements. Hedging strategies are evaluated regularly to ensure that they are consistent with the interest rate expectation and defined risk. It is aimed to establish such an optimal hedging strategy, both to review the position of the balance sheet and to keep interest expenditures under control at different interest rates.

Interest rate sensitivity

Sensitivity analyzes are determined according to the interest rate risk exposed at the reporting date and the anticipated interest rate change at the beginning of the financial year and are kept constant throughout the reporting period.

The interest position table is as follows:

Fixed interest rate financial instruments	31 December 2022	31 December 2021
Bank loans	-	134,075,760
Other payables to related parties	1,715,128,345	1,073,337,195

21. FINANCIAL INSTRUMENTS (FAIR VALUE DISCLOSURES)

Fair Value of Financial Instruments

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

- First level: Financial assets and liabilities are valued at stock prices traded in active markets for identical assets and liabilities.
- Second level: Financial assets and liabilities are valued from the inputs used to find the directly or indirectly observable market price of the related asset or liability other than the market price specified in the first level.
- Third level: Financial assets and liabilities are valued from inputs that are not based on market observable data used to determine the fair value of the asset or liability.

The discounted cash flow method considers the expected cash flows discounted from the risk adjusted discount rate to the present value of the payment. Expected income forecast earnings before interest depreciation tax (“EBITDA”) scenarios are determined by taking into account the probability of cash flow to be provided under each scenario.

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

**Notes to the financial statements
for the period 1 January - 31 December 2022
(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)**

21. FINANCIAL INSTRUMENTS (FAIR VALUE DISCLOSURES) (Continued)

Sensitivity analysis of variables used in valuation of financial investments:

The sensitivity analysis of financial investments valued with the “Level 2” method is as follows:

	31 December 2022					31 December 2021				
	Currency	Discount Rate (%)	Terminal Growth Rate (%)	Discount Rate 1% Change Effect +/- (Million TRY)	Terminal Growth 1% Change Effect +/- (Million TRY)	Currency	Discount Rate (%)	Terminal Growth Rate (%)	Discount Rate 1% Change Effect +/- (Million TRY)	Terminal Growth 1% Change Effect +/- (Million TRY)
Flo Mağazacılık ve Paz. A.Ş.	TRY	30.1 - 22.5	7.9	(1,600)/1,845	962/(839)	TRY	30.3 - 22.9	9.8	(98)/115	68/(58)
Polinas Plastik Sanayii ve Tic. A.Ş.(*)	TRY	28.7 - 21.2	7.9	(271)/315	186/(160)	TRY	27.7 - 20.9	9.8	(246)/296	178/(148)
Azmüsebat Çelik Sanayi ve Ticaret A.Ş.	TRY	29.0 - 21.2	7.9	(124)/144	92/(79)	TRY	29.9 - 21.6	9.8	(71)/84	57/(48)
Makina Takım Endüstrisi A.Ş.	-	-	-	-	-	TRY	27.7 - 20.4	9.8	(3)/3	2/(1)

-The valuations of the portfolio companies that are not traded on the stock exchange are carried out by independent valuation companies at the end of the year.

(* Polinas Plastik Sanayii ve Tic. A.Ş.'s consolidated value includes the valuations of its subsidiaries, and the data in the sensitivity analysis relates to Polinas Plastik Sanayii ve Tic.A.Ş.

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements

for the period 1 January - 31 December 2022

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

21. FINANCIAL INSTRUMENTS (FAIR VALUE DISCLOSURES) (Continued)

Financial Assets	31 December 2022	31 December 2021	Fair value level	Valuation method
<i>Non publicly traded</i>	<i>13,624,576,095</i>	<i>8,755,673,318</i>		
Türkiye Finans Katılım Bankası A.Ş.	1,031,125,871	451,127,600	2	Market Approach, Comparable Banks and Transactions
Flo Mağazacılık ve Paz. A.Ş.	2,092,555,338	964,965,000	2	DCF
Penta Teknoloji Ürünleri Dağ. Tic. A.Ş.	5,661,441,803	4,669,388,822	1	Market Price
Polinas Plastik Sanayii ve Tic. A.Ş.	3,450,634,546	2,139,390,000	2	DCF
Azmüsebat Çelik Sanayi ve Ticaret A.Ş.	1,259,320,259	499,118,974	2	DCF
Makina Takım Endüstrisi A.Ş. (*)	112,058,809	31,268,586	1, 2	DCF and Market Price
Gözde Tech Ventures Teknoloji Yatırımları A.Ş.	14,248,814	-	3	Book Value
Kuveyt Türk Katılım Bankası A.Ş.	3,190,655	414,336	2	Market Approach, Comparable Banks and Transactions
<i>Publicly traded</i>	<i>5,104,823,759</i>	<i>2,703,945,236</i>		
Şok Marketler Tic. A.Ş.	3,925,593,150	1,784,488,160	1	Market Price
Makina Takım Endüstrisi A.Ş. (*)	97,368,603	27,169,470	1, 2	DCF and Market Price
Penta Teknoloji Ürünleri Dağ. Tic. A.Ş.	1,081,862,006	892,287,606	1	Market Price
<i>Other financial assets that are not traded on the stock exchange / Fund participation share</i>	<i>2,087,378,809</i>	<i>1,371,095,217</i>		
İstanbul Portföy Yıldız Fund Participation Shares	2,087,378,809	1,371,095,217	1	Market Price
Total	20,816,778,663	12,830,713,771		

(*) As of 31 December 2021, the Company Management has applied the "Discounted Cash Flow" and "Market Value" methods by using the Level 2 technique in the fair value calculation of Makina Takım Endüstrisi A.Ş., and has applied the "Market Value" method starting from the period of 31 March 2022.

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements
for the period 1 January - 31 December 2022
(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

21. FINANCIAL INSTRUMENTS (FAIR VALUE DISCLOSURES) (Continued)

31 December 2022	Assets presented at amortized cost	Financial assets at fair value through profit/(loss)	Financial liabilities presented at amortized cost	Book value	Note
Financial Assets					
Cash and cash equivalents	-	-	-	-	5
Other receivables	-	-	-	-	8
<i>Other receivables from related parties</i>	-	-	-	-	8
Assets at fair value through profit or loss	-	20,816,778,663	-	20,816,778,663	19
Financial Liabilities					
Financial liabilities	-	-	-	-	19
Trade payables	-	-	286,585,322	286,585,322	7
- <i>Trade payables to related parties</i>	-	-	286,188,871	286,188,871	7
- <i>Trade payables to non-related parties</i>	-	-	396,451	396,451	7
Other payables	-	-	1,715,128,345	1,715,128,345	20
- <i>Other payables to related parties</i>	-	-	1,715,128,345	1,715,128,345	6

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements
for the period 1 January - 31 December 2022
(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

21. FINANCIAL INSTRUMENTS (FAIR VALUE DISCLOSURES) (Continued)

31 December 2021	Assets presented at amortized cost	Financial assets at fair value through profit/(loss)	Financial liabilities presented at amortized cost	Book value	Note
Financial Assets					
Cash and cash equivalents	60,887	-	-	60,887	5
Other receivables	30,484	-	-	30,484	8
<i>Other receivables from related parties</i>	-	-	-	-	6
<i>Other receivables from non-related parties</i>	30,484	-	-	30,484	8
Assets at fair value through profit or loss	-	12,830,713,771	-	12,830,713,771	19
Financial Liabilities					
Financial liabilities	-	-	134,075,760	134,075,760	19
Trade payables	-	-	253,339,651	253,339,651	7
- <i>Trade payables to related parties</i>	-	-	252,490,564	252,490,564	7
- <i>Trade payables to non-related parties</i>	-	-	849,087	849,087	7
Other payables	-	-	1,073,337,195	1,073,337,195	20
- <i>Other payables to related parties</i>	-	-	1,073,337,195	1,073,337,195	6

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements for the period 1 January - 31 December 2022 (Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

22. EVENTS AFTER THE BALANCE SHEET DATE

None.

23. ADDITIONAL NOTE: CONTROL OF COMPLIANCE WITH PORTFOLIO LIMITATIONS, FINANCIAL DEBT AND TOTAL EXPENSE LIMITS

The information given in the additional footnote regarding the control of compliance with the portfolio limitations, financial debt and total expense limit is in the nature of summary information derived from the financial statements in accordance with the "Communiqué on Financial Reporting in the Capital Markets" and has been prepared within the framework of the provisions of the "Communiqué on Principles Regarding Venture Capital Investment Companies" numbered III-48.3 published in the Official Gazette dated October 9, 2013 and numbered 28790, regarding the control of compliance with portfolio limitations, financial debt and total expense limit.

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements for the period 1 January - 31 December 2022
(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

23. ADDITIONAL NOTE: CONTROL OF COMPLIANCE WITH PORTFOLIO LIMITATIONS, FINANCIAL DEBT AND TOTAL EXPENSE LIMITS (Continued)

ADDITIONAL NOTE: PORTFOLIO LIMITATIONS, FINANCIAL DEBT AND TOTAL EXPENSE AMOUNTS				
	Solo Financial Statement Main Account Items	Relevant Regulation in the Communiqué	Current Period (TRY) 31.12.2022	Previous Period (TRY) 31.12.2021
A	Money and Capital Market Instruments	Art.20/1 – (b)	3,266,609,418	2,290,613,181
B	Venture Capital Investments(*)	Art.20/1 – (a)	17,550,169,245	10,540,161,478
C	Subsidiaries in Portfolio Management Company and Consulting Company	Art.20/1 – (d) and (e)	-	-
D	Other Assets		-	-
E	Total Assets	Art.3/1-(a)	20,896,002,758	12,881,703,968
F	Financial Liabilities	Art.29	1,715,128,345	1,207,412,955
G	Provisions, Contingent Assets and Liabilities (Pledging, Collateral and Mortgages)	Art.20/2 – (a)	-	-
H	Shareholders Equity		18,888,459,967	11,417,897,895
I	Other Liabilities		-	-
E	Total Liabilities	Art.3/1-(a)	20,896,002,758	12,881,703,968

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements for the period 1 January - 31 December 2022
(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

23. ADDITIONAL NOTE: CONTROL OF COMPLIANCE WITH PORTFOLIO LIMITATIONS, FINANCIAL DEBT AND TOTAL EXPENSE LIMITS (Continued)

	Solo Financial Statement Other Account Items	Relevant Regulation in the Communiqué	Current Period (TRY) 31.12.2022	Previous Period (TRY) 31.12.2021
A1	Investment in Capital Market Instruments and Transactions 1. Makina Takım Endüstrisi A.Ş. 2. İstanbul Portföy Yıldız Fund Participation Shares 3. Penta Teknoloji Ürün.Dağ.Tic.A.Ş.	Art.20/1 – (b)	3,266,609,418	2,290,552,294
A2	TRY and Foreign Currency Time-Demand Deposits / Special Current-Participation Account	Art.20/1 – (b)	-	60,887
B1	Collective Investment Institution Established Abroad	Art.21/3 – (c)	-	-
B2	Debt and Capital Financing	Art.21/3 – (f)	-	-
B3	Non-Exchange Shares of Publicly Traded Venture Companies	Art.21/3 – (e)	112,058,809	31,268,586
B4	Special Purpose Company	Art.21/3 – (g)	-	-
C1	Participation in Portfolio Management Company	Art.20/1 – (e)	-	-
C2	Participation in the Consulting Company	Art.20/1 – (d)	-	-
F1	Short-Term Loans	Art.29/1	-	134,075,760
F2	Long-Term Loans	Art.29/1	-	-
F3	Short-Term Borrowing Instruments	Art.29/1	-	-
F4	Long-Term Borrowing Instruments	Art.29/1	-	-
F5	Other Short Term Financial Liabilities	Art.29/1	1,465,128,345	823,337,195
F6	Other Long Term Financial Debts	Art.29/1	250,000,000	250,000,000
G1	Pledges	Art.20/2 – (a)	-	-
G2	Guarantees	Art.20/2 – (a)	-	-
G3	Mortgages	Art.20/2 – (a)	-	-
I	Outsourced Expenses	Art.26/1	87,806,514	277,173,179

(*) At the CMB meeting dated 26.12.2019 and numbered 76/1680, it was resolved that all shares of venture capital investment trusts that remain in the portfolio of the venture capital investment trusts as a result of the public offering of the venture capital companies in the portfolio of the venture capital investment trusts (excluding the shares acquired after the shares of the publicly traded venture capital company started to be traded on the stock exchange) shall be accepted as venture capital investment within the scope of Article 21 of the Communiqué and within this framework, it was decided that these will not take into account in the calculations regarding the portfolio limitations set out in subparagraphs (c) and (f) of the first paragraph of Article 22 of the Communiqué, and the Resolution on the Principle was published in the CMB Bulletin No. 2019/71 of the same date. Within this framework, Şok Marketler Tic. A.Ş. shares and Penta Teknoloji Ürünleri Dağıtım ve Tic. A.Ş., except for the shares acquired within the framework of price stabilization transactions, are shown as venture capital investment in the calculations regarding portfolio limitations.

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.

Notes to the financial statements for the period 1 January - 31 December 2022
(Amounts expressed in Turkish Lira (“TRY”) unless otherwise stated.)

23. ADDITIONAL NOTE: CONTROL OF COMPLIANCE WITH PORTFOLIO LIMITATIONS, FINANCIAL DEBT AND TOTAL EXPENSE LIMITS (Continued)

PORTFOLIO LIMITATIONS, FINANCIAL DEBT AND TOTAL EXPENSE LIMIT CONTROL TABLE: FOR THE COMPANIES THAT OFFER THEIR SHARES TO THE PUBLIC					
	Portfolio Limitations	Relevant Regulation in the Communiqué	Formula	Current Period 31.12.2022	Previous Period 31.12.2021
1	Money and capital market instruments	Md.22/1 – (b)	A/E	15.63%	17.78%
2	Capital market instruments	Md.22/1 – (c)			
	<i>1. Makina Takım Endüstrisi A.Ş.</i>		A1/E	0.47%	0.21%
	<i>2. İstanbul Portföy Yıldız Fund Participation Shares</i>		A1/E	9.99%	10.64%
	<i>3.Penta Teknoloji Ürün.Dağ.Tic.A.Ş.</i>		A1/E	5.18%	6.93%
3	Venture capital investments(*)	Md.22/1 – (b)	B/E	83.99%	81.82%
4	Subsidiaries in the portfolio management company and consulting company	Md.22/1 – (ç)	C/E	-	-
5	Collective investment institution established abroad	Md.22/1-(e)	B1/E	-	-
6	Debt and capital financing	Md.22/1-(h)	B2/E	-	-
7	Non-exchange shares of publicly traded venture companies	Md.22/1-(f)	B3/E	0.54%	0.24%
8	TRY and foreign currency time-demand deposits / special current-participation account	Md.22/1-(i)	A2/E	0.00%	0.00%
9	Nominal value of short-term financial liabilities and debt instruments	Md.29	(F1+F3+F5)/H	7.76%	8.39%
10	Nominal value of long-term financial liabilities and debt instruments	Md.29	(F2+F4+F6)/H	1.32%	2.19%
11	Pledge, collateral and mortgages	Md.22/1 – (d)	(G1+G2+G3)/E	-	-
12	Outsourced Expenses	Md.26/1	I/E	0.42%	2.15%