

Resolution No. 1/VI/2024
of the Ordinary General Shareholders Meeting
of Apator Spółka Akcyjna of 26 June 2024

on the election of the Chairperson of the Ordinary General Shareholders Meeting

Pursuant to Article 409 sec. 1 of the Commercial Companies Code and Article 14 sec. 13 of the Articles of Association of Apator S.A., the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

..... is elected as the Chairperson of the Ordinary General Shareholders Meeting.

Resolution No. 2/VI/2024
of the Ordinary General Shareholders Meeting
of Apator Spółka Akcyjna of 26 June 2024

on the adoption of the agenda of the Ordinary General Shareholders Meeting

the Ordinary General Shareholders Meeting of Apator S.A., adopts the following agenda:

1. Opening of the Ordinary General Shareholders Meeting
2. Election of the Chairperson of the Ordinary General Shareholders Meeting
3. Confirmation of the correctness of convening the Ordinary General Shareholders Meeting and its ability to adopt resolutions
4. Approval of the agenda of the Ordinary General Shareholders Meeting
5. Consideration and approval of the report submitted by the Management Board on the activity of Apator Group for the period from 1 January 2023 to 31 December 2023, including the report on the activity of Apator S.A. for the period from 1 January 2023 to 31 December 2023.
6. Consideration and approval of the financial statements of Apator S.A. for the financial year 2023
7. Consideration and approval of the consolidated financial statements of the Apator Group for the financial year 2023
8. Acknowledgement of the fulfilment of duties by Members of the Management Board of Apator S.A. in 2023
9. Consideration and approval of the report submitted by the Supervisory Board of Apator S.A. for the period from 1 January 2023 to 31 December 2023.
10. Adoption of the resolution providing an opinion on the report of the Supervisory Board of Apator S.A. on the remuneration of the Members of the Management Board and the Supervisory Board of Apator S.A. for the year 2023
11. Acknowledgement of the fulfilment of duties by Members of the Supervisory Board of Apator S.A. in 2023
12. Adoption of a resolution concerning the distribution of profit for the financial year 2023
13. Adoption of the resolution on the amendment of the Articles of Association of Apator S.A.
14. Adoption of the resolution on the adoption of a consolidated text of the Articles of Association of Apator S.A.

15. Adoption of the resolution on the amendment of the Regulations of the Supervisory Board of Apator S.A.
16. Adoption of the resolution on the adoption of a consolidated text of the Regulations of the Supervisory Board of Apator S.A.
17. Miscellaneous
18. Closing of the Meeting

Justification for draft Resolutions No. 1/VI/2024, 2/VI/2024:

The draft resolutions concern matters of order, i.e. the election of the Chairperson of the Ordinary General Shareholders Meeting and the adoption of the agenda of the General Shareholders Meeting.

Resolution No. 3/VI/2024
of the Ordinary General Shareholders Meeting
of Apator Spółka Akcyjna of 26 June 2024

on consideration and approval of the report of the Management Board on activity of the Apator Group for the period from 1 January 2023 to 31 December 2023 including the report of the Management Board on activity of Apator S.A. for the period from 1 January 2023 to 31 December 2023.

Pursuant to Article 395 sec. 2 and sec. 5 of the Commercial Companies Code and Article 14 sec. 14 of the Articles of Association of Apator S.A., the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

After consideration, the report of the Management Board on activity of Apator Group for the period from 1 January 2023 to 31 December 2023 including the report of the Management Board on activity of Apator S.A. for the period from 1 January 2023 to 31 December 2023 is approved.

Justification for draft Resolution No. 3/VI/2024:

Pursuant to Article 395 sec. 2 point 1 and Article 395 sec. 5 of the CCC, the subject of the agenda of the Ordinary General Shareholders Meeting should be the consideration and approval of the Report of the Management Board of Apator S.A. on activity of the Apator Group and on activity of Apator S.A. The data included in the Report of the Ordinary General Shareholders Meeting on Activity of Apator Group including the Report of the Management Board on Activity of Apator S.A. were subject to the analysis of chartered auditor PricewaterhouseCoopers Polska Spółka z ograniczoną odpowiedzialnością Audyt Sp.k. and assessment of the Supervisory Board of Apator S.A.

Resolution No. 4/VI/2024
of the Ordinary General Shareholders Meeting
of Apator Spółka Akcyjna of 26 June 2024

on consideration and approval of the financial statement of Apator S.A. for the financial year 2023

Pursuant to Article 395 sec. 2 of Commercial Companies Code and Art. 14 sec. 14 of the Articles of Association of Apator S.A., the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

After consideration, the Ordinary General Shareholders Meeting approves the financial statements of Apator S.A. for the financial year 2023, including:

1. the statement of financial position prepared as at 31 December 2023, with total assets and liabilities amounting to PLN 520,979 thousand,
2. the statement of comprehensive income prepared for the period from 1 January 2023 to 31 December 2023 showing sales revenue of PLN 479,177 thousand, total comprehensive income of PLN 34,672 thousand and net profit of PLN 34,615 thousand,
3. the statement of cash flows showing, for the period from 1 January 2023 to 31 December 2023, an increase in net cash by the amount of PLN 1,395 thousand,
4. the statement of changes in equity showing an increase in equity in the period from 1 January 2023 to 31 December 2023 by PLN 18,348 thousand,
5. notes to the separate financial statements, including a description of significant accounting policies and other explanatory information.

Resolution No. 5/VI/2024
of the Ordinary General Shareholders Meeting
of Apator Spółka Akcyjna of 26 June 2024

on consideration and approval of consolidated financial statements of the Apator Group for financial year 2023

Pursuant to Article 395 sec. 5 of the Commercial Companies Code and Article 14 sec. 14 of the Articles of Association of Apator S.A., the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

After consideration, the consolidated financial statements of the Apator Group for the financial year 2023 are approved, comprising:

1. the consolidated statement of financial position prepared as at 31 December 2023, with total assets and liabilities amounting to PLN 975,198 thousand,
2. the consolidated statement of comprehensive income prepared for the period from 1 January 2023 to 31 December 2023 showing sales revenue of PLN 1,137,174 thousand, total comprehensive income of PLN 14,391 thousand and net profit of PLN 8,504 thousand,
3. the consolidated statement of cash flows showing, for the period from 1 January 2023 to 31 December 2023, an increase in net cash by the amount of PLN 6,041 thousand,
4. the statement of changes in consolidated equity showing a decrease in equity from 1 January 2023 to 31 December 2023 of PLN 125 thousand,
5. notes to the consolidated financial statements containing a description of significant accounting policies and other explanatory information.

Justification for Draft Resolutions No. 4/VI/2024, No. 5/VI/2024:

Pursuant to Article 395 sec. 2 point 1 and Article 395 sec. 5 of the CCC, the subject of the agenda of the Ordinary General Shareholders Meeting should be the consideration and approval of the financial statements of Apator S.A. and the financial statements of the Apator Group for the previous financial year. The need for approval of these documents by the Ordinary General Shareholders Meeting furthermore arises from Article 53 sec. 1 and Article 63c sec. 4 of the Accounting Act of 29 September 1994.

The data included in the financial statements of Apator S.A. and the Apator Group were subject to the analysis of the auditor PricewaterhouseCoopers Polska Spółka z ograniczoną odpowiedzialnością Audyt sp.k. and to the assessment of the Supervisory Board of Apator S.A.

Resolution No. 6/VI/2024
of the Ordinary General Shareholders Meeting
of Apator Spółka Akcyjna of 26 June 2024

on granting the acknowledgement of the fulfilment of duties by the President of the Management Board of Apator S.A. Arkadiusz Chmielewski in the financial year 2023.

Pursuant to Article 395 sec. 2 of the Commercial Companies Code and Art. 14 sec. 14 of the Articles of Association of Apator S.A. the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

The acknowledgement is granted to Arkadiusz Chmielewski for the performance of duties of the Member of the Management Board of Apator S.A. and subsequently of the President of the Management Board in the financial year 2023.

Resolution No. 7/VI/2024
of the Ordinary General Shareholders Meeting
of Apator Spółka Akcyjna of 26 June 2024

on granting the acknowledgement of the fulfilment of duties by the member of the Management Board of Apator S.A. Tomasz Łątka in the financial year 2023.

Pursuant to Article 395 sec. 2 of the Commercial Companies Code and Art. 14 sec. 14 of the Articles of Association of Apator S.A. the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

The acknowledgement is granted to Tomasz Łątka for the performance of duties of the Member of the Management Board of Apator S.A. in the financial year 2023.

Resolution No. 8/VI/2024
of the Ordinary General Shareholders Meeting
of Apator Spółka Akcyjna of 26 June 2024

on granting the acknowledgement of the fulfilment of duties by the President of the Management Board of Apator S.A. Maciej Wyczęsany in the financial year 2023.

Pursuant to Article 395 sec. 2 of the Commercial Companies Code and Art. 14 sec. 14 of the Articles of Association of Apator S.A. the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

The acknowledgement is granted to Maciej Wyczęsany for the performance of duties of the President of the Management Board of Apator S.A. in the financial year 2023.

Resolution No. 9/VI/2024
of the Ordinary General Shareholders Meeting
of Apator Spółka Akcyjna of 26 June 2024

on granting the acknowledgement of the fulfilment of duties by the member of the Management Board of Apator S.A. Łukasz Zaworski in the financial year 2023.

Pursuant to Article 395 sec. 2 of the Commercial Companies Code and Art. 14 sec. 14 of the Articles of Association of Apator S.A. the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

The acknowledgement is granted to Łukasz Zaworski for the performance of duties of the Member of the Management Board of Apator S.A. in the financial year 2023.

Resolution No. 10/VI/2024
of the Ordinary General Shareholders Meeting
of Apator Spółka Akcyjna of 26 June 2024

on granting the acknowledgement of the fulfilment of duties by the member of the Management Board of Apator S.A. Robert Kowalski in the financial year 2023.

Pursuant to Article 395 sec. 2 of the Commercial Companies Code and Art. 14 sec. 14 of the Articles of Association of Apator S.A. the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

The acknowledgement is granted to Robert Kowalski for the performance of duties of the Member of the Management Board of Apator S.A. in the financial year 2023.

Justification to Draft Resolutions No. 6/VI/2024, 7/VI/2024, 8/VI/2024, 9/VI/2024 and 10/VI/2024:

Pursuant to Article 395 sec. 2 point 3 of the Commercial Companies Code, granting acknowledgement to members of the Company's bodies, including members of the Management Board, of the performance of their duties requires a resolution of the Ordinary General Shareholders Meeting.

Resolution No. 11/VI/2024
of the Ordinary General Shareholders Meeting
of Apator Spółka Akcyjna of 26 June 2024

on consideration and approval of the report of the Supervisory Board of Apator S.A. for the period from 1 January 2023 to 31 December 2023.

Pursuant to Article 382 sec. 3 point 3 of the Commercial Companies Code, and Art. 14 sec. 14 of the Articles of Association of Apator S.A., the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

After consideration, the report of the Supervisory Board of Apator S.A. for the period from 1 January 2023 to 31 December 2023 is approved.

Justification for draft Resolution No. 11/VI/2024:

Pursuant to Article 382 sec. 3 point 3 of the Commercial Companies Code, the duties of the Supervisory Board include submitting an annual written report to the Ordinary General Shareholders Meeting for the previous financial year. Pursuant to Art. 14 sec. 14 of the Articles of Association of Apator S.A., the consideration and approval of the report on the activity of the Supervisory Board requires the resolution of the General Shareholders Meeting.

Resolution No. 12/VI/2024
of the Ordinary General Shareholders Meeting
of Apator Spółka Akcyjna of 26 June 2024

on the opinion on the report of the Supervisory Board of Apator S.A. on the remuneration of the Members of the Management Board and the Supervisory Board of Apator S.A. for the year 2023.

Pursuant to Art. 14 sec. 14 of the Articles of Association of Apator S.A., and Art. 395 sec. 2¹ of the Commercial Companies Code in relation to Art. 90g sec. 6 of the Act of 29th July 2005 on Public Offering, the Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies the Ordinary General Shareholders Meeting of Apator S.A. hereby resolves as follows:

The General Shareholders Meeting, after consideration, gives positive opinion to the report of the Supervisory Board of Apator S.A. on the remuneration of the Members of the Management Board and the Supervisory Board of Apator S.A. for the year 2023.

Justification for draft Resolution No. 12/VI/2024:

Pursuant to Article 395 sec. 2¹ of the Commercial Companies Code, in companies referred to in Article 90c sec. 1 of the Act of 29 July 2005 on Public Offering, the Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies, the subject of the Ordinary General Meeting should also be the adoption of a resolution giving an opinion on the Supervisory Board's Report on remuneration of members of the Management Board and the Supervisory Board, as referred to in Article 90g sec. 6 of the aforementioned Act.

The remuneration report was assessed by the auditor PricewaterhouseCoopers Polska Spółka z ograniczoną odpowiedzialnością Audyt Sp.k., in accordance with Article 90g sec. 10 of the Act of 29 July 2005 on Public Offering, the Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies.

Resolution No. 13/VI/2024
of the Ordinary General Shareholders Meeting
of Apator Spółka Akcyjna of 26 June 2024

on granting the acknowledgement of the fulfilment of duties by the Chairperson of the Supervisory Board of Apator S.A. Janusz Niedźwiecki in the financial year 2023.

Pursuant to Article 395 sec. 2 of Commercial Companies Code and Art. 14 sec. 14 of the Articles of Association of Apator S.A., the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

The acknowledgement is granted to Janusz Niedźwiedzki for the performance of duties of the Chairperson of the Supervisory Board of Apator S.A. in the financial year 2023.

Resolution No. 14/VI/2024
of the Ordinary General Shareholders Meeting
of Apator Spółka Akcyjna of 26 June 2024

on granting the acknowledgement of the fulfilment of duties by the Deputy Chairperson of the Supervisory Board of Apator S.A. Mariusz Lewicki in the financial year 2023.

Pursuant to Article 395 sec. 2 of Commercial Companies Code and Art. 14 sec. 14 of the Articles of Association of Apator S.A., the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

The acknowledgement is granted to Mariusz Lewicki for the performance of duties of Deputy Chairperson of the Supervisory Board of Apator S.A. in the financial year 2023.

Resolution No. 15/VI/2024
of the Ordinary General Shareholders Meeting
of Apator Spółka Akcyjna of 26 June 2024

on granting the acknowledgement of the fulfilment of duties by the member of the Supervisory Board of Apator S.A. Danuta Guzowska in the financial year 2023.

Pursuant to Article 395 sec. 2 of Commercial Companies Code and Art. 14 sec. 14 of the Articles of Association of Apator S.A., the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

The acknowledgement is granted to Danuta Guzowska for the performance of duties of the Member of the Supervisory Board of Apator S.A. in the financial year 2023.

Resolution No. 16/VI/2024
of the Ordinary General Shareholders Meeting
of Apator Spółka Akcyjna of 26 June 2024

on granting the acknowledgement of the fulfilment of duties by the member of the Supervisory Board of Apator S.A. Janusz Marzygliński in the financial year 2023.

Pursuant to Article 395 sec. 2 of Commercial Companies Code and Art. 14 sec. 14 of the Articles of Association of Apator S.A., the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

The acknowledgement is granted to Janusz Marzygliński for the performance of duties of the Member of the Supervisory Board of Apator S.A. in the financial year 2023.

Resolution No. 17/VI/2024
of the Ordinary General Shareholders Meeting
of Apator Spółka Akcyjna of 26 June 2024

on granting the acknowledgement of the fulfilment of duties by the member of the Supervisory Board of Apator S.A. Marcin Murawski in the financial year 2023.

Pursuant to Article 395 sec. 2 of Commercial Companies Code and Art. 14 sec. 14 of the Articles of Association of Apator S.A., the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

The acknowledgement is granted to Marcin Murawski for the performance of duties of the Member of the Supervisory Board of Apator S.A. in the financial year 2023.

Resolution No. 18/VI/2024
of the Ordinary General Shareholders Meeting
of Apator Spółka Akcyjna of 26 June 2024

on granting the acknowledgement of the fulfilment of duties by the member of the Supervisory Board of Apator S.A. Kazimierz Piotrowski in the financial year 2023.

Pursuant to Article 395 sec. 2 of Commercial Companies Code and Art. 14 sec. 14 of the Articles of Association of Apator S.A., the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

The acknowledgement is granted to Kazimierz Piotrowski for the performance of duties of the Member of the Supervisory Board of Apator S.A. in the financial year 2023.

Resolution No. 19/VI/2024
of the Ordinary General Shareholders Meeting
of Apator Spółka Akcyjna of 26 June 2024

on granting the acknowledgement of the fulfilment of duties by the member of the Supervisory Board of Apator S.A. Tadeusz Sosgórnik in the financial year 2023.

Pursuant to Article 395 sec. 2 of Commercial Companies Code and Art. 14 sec. 14 of the Articles of Association of Apator S.A., the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

The acknowledgement is granted to Tadeusz Sosgórnik for the performance of duties of the Member of the Supervisory Board of Apator S.A. in the financial year 2023.

Justification to Draft Resolutions No. 13/VI/2024, 14/VI/2024, 15/VI/2024, 16/VI/2024, 17/VI/2024, 18/VI/2024 and No. 19/VI/2024:

Pursuant to Article 395 sec. 2 point 3 of the Commercial Companies Code, granting acknowledgement to members of the Company's bodies, including members of the Supervisory Board, of the performance of their duties requires a resolution of the Ordinary General Shareholders Meeting.

Resolution No. 20/VI/2024
of the Ordinary General Shareholders Meeting
of Apator Spółka Akcyjna of 26 June 2024

on the distribution of profit for the financial year 2023, the determination of the date on which the right to dividend is acquired and the date of payment of the dividend.

Pursuant to Article 348, Art. 395 sec. 2 of Commercial Companies Code and Art. 14 sec. 14 of the Articles of Association of Apator S.A., the Ordinary General Shareholders Meeting of Apator S.A., resolves as follows:

1. Based on the proposal of the Management Board and the opinion of the Supervisory Board, the net profit for the financial year 2023 in the amount of 34,615,166.19 PLN is distributed as follows:
 1. dividends PLN 13,058,829.20, i.e. PLN 0.40 per share,
 2. supplementary capital PLN 21,556,336.99
2. An advance payment was made against the expected dividend from the profit for the financial year 2023, in the total amount of PLN 6,529,414.60, or PLN 0.20 per share.
3. A total of 32,647,073 series A registered shares and series A, B and C bearer shares were entitled to an advance on the expected dividend.
4. The advance payment of the expected dividend for the financial year 2023 was made in accordance with Article 349 sec. 1 of the Commercial Companies Code and sec. 12 point 7 of the Articles of Association, on the basis of Management Board Resolution No. 41/2023 of 17 November 2023 and Supervisory Board Resolution No. 59/2023 of 22 November 2023.
5. The right to the advance payment of the expected dividend for the financial year 2023 was obtained by shareholders holding shares of Apator S.A. as at 15 December 2023.
6. The advance payment of the expected dividend for the 2023 financial year was made on 21 December 2023.
7. 32,647,073 series A registered shares and bearer shares of A, B and C series are entitled to the remaining part of the dividend.

8. The right to the payment of the remaining part of the dividend in the amount of PLN 0.20 will be obtained by shareholders holding shares of Apator S.A. on 4 July 2024 (dividend day).
9. The remaining dividend of PLN 0.20 per share shall be paid on 11 July 2024 (dividend payment date).

Justification for draft Resolution No. 20/VI/2024:

Pursuant to Article 395 sec. 2 point 2 of the Commercial Companies Code, the focus of the Ordinary General Shareholders Meeting should be the adoption of a resolution on profit distribution or loss coverage.

Financial statements of Apator S.A. for the financial year 2023 shows the net profit generated in the amount of PLN 34,615,166.19. The Management Board of the Company proposes to pay a net dividend of PLN 0.40 per share. In the opinion of the Management Board, the Company has sufficient financial resources to allocate the amount of PLN 13,058,829.20 for the dividend without detriment to the Company's activity.

The resolution on the distribution of profit should specify, pursuant to the provisions of Article 348 sec. 4 and sec. 5 of the CCC - the day on which the number of shareholders entitled to dividend for a given financial year is determined (dividend day) and the date of payment of dividend. Taking the above into account, the Management Board of the Company proposes that the dividend date be set at 4 July 2024 and the dividend payment date at 11 July 2024.

Resolution No. 21/VI/2024
of the Ordinary General Shareholders Meeting
of Apator Spółka Akcyjna of 26 June 2024

on the amendment of the Articles of Association of Apator Spółka Akcyjna.

Pursuant to Article 430 sec. 1 of the Commercial Companies Code and Article 14 sec. 4 of the Articles of Association of Apator S.A. it is resolved as follows:

1. The current wording of Article 6 sec. 5 of the Articles of Association of Apator S.A.

The Company's other lines of business are:

- Manufacture of electricity distribution and control apparatus, PKD 27.12.Z,
- Manufacture of other plastic products, PKD 22.29.Z,
- Manufacture of other technical ceramic products, PKD 23.44.Z,
- Manufacture of metal structures and parts of structures, PKD 25.11.Z,
- Machining of metal parts, PKD 25.62.Z,
- Manufacture of electronic printed circuits, PKD 26.12
- Manufacture of computers and peripheral equipment, PKD 26.20.Z,
- Manufacture of (tele)communication equipment, PKD 26.30.Z,
- Manufacture of consumer electronics, PKD 26.40.Z,
- Manufacture of watches and clocks, PKD 26.52.Z,
- Manufacture of installing equipment, PKD 27.33.Z,
- Manufacture of other electrical equipment, PKD 27.90.Z,
- Manufacture of office machinery and equipment, except computers and peripheral equipment, PKD 28.23.Z,
- Repair and maintenance of machinery, PKD 33.12.Z,
- Repair and maintenance of electronic and optical equipment, PKD 33.13.Z,
- Repair and maintenance of electrical equipment, PKD 33.14.Z,
- Installation of industrial machinery and equipment and outfit, PKD 33.20.Z,
- Production of electricity, PKD 35.11.Z,
- Transmission of electricity, PKD 35.12.Z,

- Distribution of electricity, PKD 35.13.Z,
- Trade of electricity, PKD 35.14.Z,
- Dismantling of wrecks, PKD 38.31.Z,
- Recovery of sorted materials, PKD 38.32.Z,
- Electrical installation, PKD 43.21.Z,
- Wholesale of computers, peripheral equipment and software, PKD 46.51.Z,
- Wholesale of electronic and telecommunications equipment and parts thereof, PKD 46.52.Z
- Wholesale of other intermediate products, PKD 46.76.Z,
- Wholesale of waste and scrap, PKD 46.77.Z,
- Non-specialised wholesale trade, PKD 46.90.Z,
- Retail sale of computers, peripheral units and software in specialised stores, PKD 47.41.Z,
- Retail sale of telecommunications equipment in specialised stores, PKD 47.42.Z,
- Other passenger land transport not elsewhere classified, PKD 49.39.Z,
- Freight transport by road, PKD 49.41.Z,
- Warehousing and storage of other goods, PKD 52.10.B;
- Service activities incidental to land transportation, PKD 52.21.Z,
- Holiday and other short-stay accommodation, PKD 55.20.Z,
- Other food service activities, PKD 56.29.Z,
- Other software publishing, PKD 58.29.Z,
- Wired telecommunications activities, PKD 61.10.Z,
- Wireless telecommunications activities, excluding satellite telecommunications activities, PKD 61.20.Z,
- Satellite telecommunication activities, PKD 61.30.Z,
- Other telecommunications activities, PKD 61.90.Z,
- Computer programming activities, PKD 62.01.Z,
- Computer consultancy activities, PKD 62.02.Z,
- Computer facilities management activities, PKD 62.03.Z,
- Other information technology and computer service activities, PKD 62.09.Z,
- Data processing, hosting and related activities, PKD 63.11.Z,
- Web portals, PKD 63.12.Z,

- Other information service activities not elsewhere classified, PKD 63.99.Z,
- Buying and selling of own real estate, PKD 68.10.Z,
- Rental and operating of own or leased real estate, PKD 68.20.Z,
- Accounting and bookkeeping activities; tax consultancy, PKD 69.20.Z,
- Business and other management consultancy activities, PKD 70.22.Z,
- Engineering activities and related technical consultancy, PKD 71.12.Z,
- Other technical testing and analysis, PKD 71.20.B,
- Other research and experimental development on natural sciences and engineering, PKD 72.19.Z,
- Advertising agencies activities, PKD 73.11.Z,
- Market research and public opinion polling, PKD 73.20.Z,
- Specialised design activities, PKD 74.10.Z,
- Other professional, scientific and technical activities not elsewhere classified, PKD 74.90.Z,
- Rental and leasing of office machinery and equipment, including computers, PKD 77.33.Z,
- Rental and leasing of other machinery, equipment and tangible goods not elsewhere classified, PKD 77.39.Z,
- Leasing of intellectual property and similar products, except copyrighted works, PKD 77.40.Z,
- Other human resources provision, PKD 78.30.Z,
- Activities of call centres, PKD 82.20.Z,
- Organisation of conventions and trade shows, PKD 82.30.Z,
- Out-of-school forms of education, not elsewhere classified, PKD 85.59.B,
- Repair and maintenance of computers and peripheral equipment, PKD 95.11.Z,
- Repair and maintenance of (tele)communication equipment, PKD 95.12.Z,
- Repair and maintenance of consumer electronics, PKD 95.21.Z,
- Activities of head office and holding companies, excluding financial holding companies, PKD 70.10.Z.

is amended to read as follows:

The Company's other lines of business are:

- Manufacture of electricity distribution and control apparatus, PKD 27.12.Z,

- Manufacture of other plastic products, PKD 22.29.Z,
- Manufacture of other technical ceramic products, PKD 23.44.Z,
- Manufacture of metal structures and parts of structures, PKD 25.11.Z,
- Machining of metal parts, PKD 25.62.Z,
- Manufacture of electronic printed circuits, PKD 26.12
- Manufacture of computers and peripheral equipment, PKD 26.20.Z,
- Manufacture of (tele)communication equipment, PKD 26.30.Z,
- Manufacture of consumer electronics, PKD 26.40.Z,
- Manufacture of watches and clocks, PKD 26.52.Z,
- Manufacture of installing equipment, PKD 27.33.Z,
- Manufacture of other electrical equipment, PKD 27.90.Z,
- Manufacture of office machinery and equipment, except computers and peripheral equipment, PKD 28.23.Z,
- Repair and maintenance of machinery, PKD 33.12.Z,
- Repair and maintenance of electronic and optical equipment, PKD 33.13.Z,
- Repair and maintenance of electrical equipment, PKD 33.14.Z,
- Installation of industrial machinery and equipment and outfit, PKD 33.20.Z,
- Production of electricity, PKD 35.11.Z,
- Transmission of electricity, PKD 35.12.Z,
- Distribution of electricity, PKD 35.13.Z,
- Trade of electricity, PKD 35.14.Z,
- Dismantling of wrecks, PKD 38.31.Z,
- Recovery of sorted materials, PKD 38.32.Z,
- Works related to the construction of telecommunication and electric power lines, PKD 42.22.Z.,
- Electrical installation, PKD 43.21.Z,
- Wholesale of computers, peripheral equipment and software, PKD 46.51.Z,
- Wholesale of electronic and telecommunications equipment and parts thereof, PKD 46.52.Z
- Wholesale of other intermediate products, PKD 46.76.Z,
- Wholesale of waste and scrap, PKD 46.77.Z,
- Non-specialised wholesale trade, PKD 46.90.Z,

- Retail sale of computers, peripheral units and software in specialised stores, PKD 47.41.Z,
- Retail sale of telecommunications equipment in specialised stores, PKD 47.42.Z,
- Other passenger land transport not elsewhere classified, PKD 49.39.Z,
- Freight transport by road, PKD 49.41.Z,
- Warehousing and storage of other goods, PKD 52.10.B;
- Service activities incidental to land transportation, PKD 52.21.Z,
- Holiday and other short-stay accommodation, PKD 55.20.Z,
- Other food service activities, PKD 56.29.Z,
- Other software publishing, PKD 58.29.Z,
- Wired telecommunications activities, PKD 61.10.Z,
- Wireless telecommunications activities, excluding satellite telecommunications activities, PKD 61.20.Z,
- Satellite telecommunication activities, PKD 61.30.Z,
- Other telecommunications activities, PKD 61.90.Z,
- Computer programming activities, PKD 62.01.Z,
- Computer consultancy activities, PKD 62.02.Z,
- Computer facilities management activities, PKD 62.03.Z,
- Other information technology and computer service activities, PKD 62.09.Z,
- Data processing, hosting and related activities, PKD 63.11.Z,
- Web portals, PKD 63.12.Z,
- Other information service activities not elsewhere classified, PKD 63.99.Z,
- Other credit granting, PKD 64.92.Z,
- Buying and selling of own real estate, PKD 68.10.Z,
- Rental and operating of own or leased real estate, PKD 68.20.Z,
- Accounting and bookkeeping activities; tax consultancy, PKD 69.20.Z,
- Business and other management consultancy activities, PKD 70.22.Z,
- Engineering activities and related technical consultancy, PKD 71.12.Z,
- Other technical testing and analysis, PKD 71.20.B,
- Other research and experimental development on natural sciences and engineering, PKD 72.19.Z,
- Advertising agencies activities, PKD 73.11.Z,

- Market research and public opinion polling, PKD 73.20.Z,
- Specialised design activities, PKD 74.10.Z,
- Other professional, scientific and technical activities not elsewhere classified, PKD 74.90.Z,
- Rental and leasing of office machinery and equipment, including computers, PKD 77.33.Z,
- Rental and leasing of other machinery, equipment and tangible goods not elsewhere classified, PKD 77.39.Z,
- Leasing of intellectual property and similar products, except copyrighted works, PKD 77.40.Z,
- Other human resources provision, PKD 78.30.Z,
- Activities of call centres, PKD 82.20.Z,
- Organisation of conventions and trade shows, PKD 82.30.Z,
- Out-of-school forms of education, not elsewhere classified, PKD 85.59.B,
- Repair and maintenance of computers and peripheral equipment, PKD 95.11.Z,
- Repair and maintenance of (tele)communication equipment, PKD 95.12.Z,
- Repair and maintenance of consumer electronics, PKD 95.21.Z,
- Activities of head office and holding companies, excluding financial holding companies, PKD 70.10.Z

2. The current wording of Article 7 of the Articles of Association of Apator S.A.:

The Company's share capital is PLN 3,264,707.30 (three million two hundred and sixty-four thousand seven hundred and seven zlotys 30/100) and is divided into 7,331,391 (seven million three hundred and thirty-one thousand three hundred and ninety-one) A series registered shares and 25,315,682 (twenty-five million three hundred and fifteen thousand six hundred and eighty-two) A, B and C series bearer shares with a nominal value of PLN 0.10 (ten groszy) each.

is amended to read as follows:

The Company's share capital is PLN 3,264,707.30 (three million two hundred and sixty-four thousand seven hundred and seven zlotys 30/100) and is divided into 7,326,515 (seven million three hundred and twenty-six thousand five hundred and fifteen) A series registered shares and

25,320,558 (twenty-five million three hundred and twenty thousand five hundred and fifty-eight) A, B and C series bearer shares with a nominal value of PLN 0.10 (ten groszy) each.

3. The current wording of **Article 15 sec. 11 of the Articles of Association of Apator S.A. is amended to read as follows:**

The Supervisory Board decides on all matters which, under the law and these Articles of Association, are not reserved to the exclusive competence of the General Shareholders Meeting, nor are they within the scope of action of the Management Board.

Competences of the Supervisory Board include:

- assessing the Management Board's report on the Company's activities and the Management Board's report on the activities of the group of companies for the previous financial year, and submitting a written report on this assessment to the General Shareholders Meeting,
- assessing the separate financial statements and the consolidated financial statements for the previous financial year with regard to their compliance with the accounting books, documents as well as the actual state, and submitting a written report on this assessment to the General Shareholders Meeting,
- preparing and presenting a report to the General Shareholders Meeting on the activities of the Supervisory Board, containing the information referred to in Article 382 sec. 3¹ of the Commercial Companies Code, i.e. in particular including a brief assessment of the Company's situation, with regard to the evaluation of the internal control systems, risk management, compliance and the internal audit function, evaluation of the fulfilment by the Management Board of the information obligations referred to in Article 380¹ of the CCC, evaluation of the manner in which the Management Board prepared and submitted information, documents, reports and explanations to the Supervisory Board, and information on the total remuneration due to the Supervisory Board's advisors;
- preparing and presenting a report to the General Shareholders Meeting on the remuneration of the Members of the Management Board and the Supervisory Board,
- detailing the remuneration policy for Members of the Management Board and Supervisory Board, within the limits determined by the General Shareholders Meeting,

- deciding on temporary withdrawal from the application of the remuneration policy for Members of the Management Board and Supervisory Board within the limits specified in the remuneration policy,
- assessing the Management Board's motions concerning profit distribution or loss coverage,
- considering and giving opinions on any other matter to be the subject of a resolution of the General Shareholders Meeting,
- selecting an auditor to audit the financial statements,
- approving the long-term strategy of the Company and Apator Group and their changes,
- approving annual and long-term financial plans of the Company and Apator Group and their changes,
- adopting resolutions on the acquisition and disposal of shares in other business entities,
- adopting resolutions on the creation and liquidation of business entities with all or part of the Company's capital,
- adopting resolutions on the acquisition and disposal of real estate, perpetual usufruct or an interest in real estate,
- giving consent to the disposal of rights or incurrance of obligations by the Company, except for matters reserved to the competence of the General Shareholders Meeting, with a value exceeding PLN 20 million,
- agreeing to expenditures of more than PLN 1.5 million on research and development work,
- approving transactions with a related party of the Company with a value exceeding 5% of total assets, as determined on the basis of the Company's last approved financial statements,
- adopting a resolution on determining the number of Members of the Company's Management Board,
- appointing the President of the Management Board and then, at the request of the President, other Members of the Management Board, dismissing Members of the Company's Management Board, suspending all or individual members of the Management Board for important reasons, as well as delegating Members of the Supervisory Board to temporarily perform the duties of Members of the Management Board,

- determining the rules of remuneration for the Management Board in line with the adopted remuneration policy for Members of the Management Board,
- representing the Company in an agreement between the Company and the Board Member as well as in a dispute between the Company and the Board Member,
- deciding on matters of conflict of interest for Management Board Members,
- adopting the Regulations of the Management Board,
- adopting the Regulations of the Audit Committee and approving the hiring and dismissing the head of internal audit,
- adopting resolutions on other matters at the request of the Management Board.

is amended to read as follows:

The Supervisory Board decides on all matters which, under the law and these Articles of Association, are not reserved to the exclusive competence of the General Shareholders Meeting, nor are they within the scope of action of the Management Board.

Competences of the Supervisory Board include:

- assessing the Management Board's report on the Company's activities and the Management Board's report on the activities of the group of companies for the previous financial year, and submitting a written report on this assessment to the General Shareholders Meeting,
- assessing the separate financial statements and the consolidated financial statements for the previous financial year with regard to their compliance with the accounting books, documents as well as the actual state, and submitting a written report on this assessment to the General Shareholders Meeting,
- preparing and presenting a report to the General Shareholders Meeting on the activities of the Supervisory Board, containing the information referred to in Article 382 sec. 3¹ of the Commercial Companies Code, i.e. in particular including a brief assessment of the Company's situation, with regard to the evaluation of the internal control systems, risk management, compliance and the internal audit function, evaluation of the fulfilment by the Management Board of the information obligations referred to in Article 380¹ of the CCC, evaluation of the manner in which the Management Board prepared and submitted information, documents, reports and explanations to the Supervisory Board, and information on the total remuneration due to the Supervisory Board's advisors;

- preparing and presenting a report to the General Shareholders Meeting on the remuneration of the Members of the Management Board and the Supervisory Board,
- detailing the remuneration policy for Members of the Management Board and Supervisory Board, within the limits determined by the General Shareholders Meeting,
- deciding on temporary withdrawal from the application of the remuneration policy for Members of the Management Board and Supervisory Board within the limits specified in the remuneration policy,
- assessing the Management Board's motions concerning profit distribution or loss coverage,
- considering and giving opinions on any other matter to be the subject of a resolution of the General Shareholders Meeting,
- selecting an auditor to audit the financial statements,
- approving the long-term strategy of the Company and Apator Group and their changes,
- approving annual and long-term financial plans of the Company and Apator Group and their changes,
- adopting resolutions on the acquisition and disposal of shares in other business entities,
- adopting resolutions on the creation and liquidation of business entities with all or part of the Company's capital,
- adopting resolutions on the acquisition and disposal of real estate, perpetual usufruct or an interest in real estate,
- giving consent to the disposal of rights or incurrance of obligations by the Company, except for matters reserved to the competence of the General Shareholders Meeting, with a value exceeding PLN 20 million,
- agreeing to expenditures of more than PLN 1 million on research and development work,
- approving transactions with a related party of the Company with a value exceeding 5% of total assets, as determined on the basis of the Company's last approved financial statements,
- adopting a resolution on determining the number of Members of the Company's Management Board,
- appointing the President of the Management Board and then, at the request of the President, other Members of the Management Board, dismissing Members of the Company's Management Board, suspending all or individual members of the

Management Board for important reasons, as well as delegating Members of the Supervisory Board to temporarily perform the duties of Members of the Management Board,

- determining the rules of remuneration for the Management Board in line with the adopted remuneration policy for Members of the Management Board,
- representing the Company in an agreement between the Company and the Board Member as well as in a dispute between the Company and the Board Member,
- deciding on matters of conflict of interest for Management Board Members,
- adopting the Regulations of the Management Board,
- adopting the Regulations of the Audit Committee and approving the hiring and dismissing the head of internal audit,
- adopting resolutions on other matters at the request of the Management Board.

Justification for Resolution No. 21/VI/2024:

Pursuant to Article 430 sec. 1 of the Commercial Companies Code and Article 14 sec. 4 of the Articles of Association of Apator S.A., an amendment of the Company's Articles of Association requires a resolution of the General Shareholders Meeting.

Amendment of Article 6 sec. 5 of the Articles of Association consists in adapting the provisions of this paragraph to the needs of the Company's practice.

The amendment of Article 7 of the Articles of Association results from the fact that the Management Board of the Warsaw Stock Exchange S.A. on 22 February 2024 adopted the resolution no. 220/2024, in which it stated that 4,876 ordinary bearer shares of Apator S.A. of the nominal value of 0.10 PLN each, marked by Krajowy Depozyt Papierów Wartościowych S.A. with the code "PLAPATR00133", were admitted to trading on the main market. At the same time, the Management Board of the Warsaw Stock Exchange decided to introduce the aforementioned shares of Apator S.A. to trading on the main market on 29 February 2024, subject to their assimilation by National Depository for Securities S.A., on 29 February 2024, with the listed shares of that company marked with the code "PLAPATR00018", and therefore there was a need to change the number of registered and bearer shares in accordance with the actual state of affairs

Amendment of Article 15 sec. 11 of the Articles of Association consists in adapting the provisions of this paragraph to the needs of the Company's practice.

Resolution No. 22/VI/2024
of the Ordinary General Shareholders Meeting
of Apator Spółka Akcyjna of 26 June 2024

on the adoption of a consolidated text of the Articles of Association of Apator S.A.

The Ordinary General Shareholders Meeting resolves as follows:

- a) The consolidated text of the Company's Articles of Association, annexed hereto, is hereby adopted.
- b) The resolution comes into force as of the date of registration of Resolution No. 21/VI/2024 on the amendment to the Company's Articles of Association by the District Court in Toruń, 7th Commercial Division of the National Court Register.

Appendix to Resolution No. 22/VI/2024

CONSOLIDATED TEXT OF THE ARTICLES OF ASSOCIATION OF APATOR S.A.

I. General provisions

§ 1

The Company's business name is: Apator Spółka Akcyjna. The Company may use the abbreviated name Apator S.A. and its distinctive sign.

§ 2

The registered office of the Company is the city of Toruń.

§ 3

The Company shall operate on the territory of the Republic of Poland and abroad.

§ 4

The Company is allowed to establish and run its units, branch offices, companies, offices and other places of business in the country and abroad.

§ 5

The Company has been established for an indefinite term.

§ 6

1. The objective of the Company is to conduct the activity aimed at the performance of the strategy of the Apator Group of Companies defining the interest of the Apator Group of Companies.
2. The Apator Group of Companies should be understood as the Company, its legal successors and subsidiaries of Apator S.A. (within the meaning of the Accounting Act).
3. The Company's interest is determined by its objective as defined pursuant to section 1 above.
4. The Company's core business is:
 - Manufacture of instruments and appliances for measuring, testing and navigation, PKD 26.51.Z.
5. The Company's other lines of business are:
 - Manufacture of electricity distribution and control apparatus, PKD 27.12.Z,
 - Manufacture of other plastic products, PKD 22.29.Z,
 - Manufacture of other technical ceramic products, PKD 23.44.Z,
 - Manufacture of metal structures and parts of structures, PKD 25.11.Z,
 - Machining of metal parts, PKD 25.62.Z,
 - Manufacture of electronic printed circuits, PKD 26.12
 - Manufacture of computers and peripheral equipment, PKD 26.20.Z,
 - Manufacture of (tele)communication equipment, PKD 26.30.Z,
 - Manufacture of consumer electronics, PKD 26.40.Z,
 - Manufacture of watches and clocks, PKD 26.52.Z,
 - Manufacture of installing equipment, PKD 27.33.Z,
 - Manufacture of other electrical equipment, PKD 27.90.Z,
 - Manufacture of office machinery and equipment, except computers and peripheral equipment, PKD 28.23.Z,
 - Repair and maintenance of machinery, PKD 33.12.Z,
 - Repair and maintenance of electronic and optical equipment, PKD 33.13.Z,
 - Repair and maintenance of electrical equipment, PKD 33.14.Z,
 - Installation of industrial machinery and equipment and outfit, PKD 33.20.Z,
 - Production of electricity, PKD 35.11.Z,
 - Transmission of electricity, PKD 35.12.Z,
 - Distribution of electricity, PKD 35.13.Z,

- Trade of electricity, PKD 35.14.Z,
- Dismantling of wrecks, PKD 38.31.Z,
- Recovery of sorted materials, PKD 38.32.Z,
- Works related to the construction of telecommunication and electric power lines, PKD 42.22.Z.
- Electrical installation, PKD 43.21.Z,
- Wholesale of computers, peripheral equipment and software, PKD 46.51.Z,
- Wholesale of electronic and telecommunications equipment and parts thereof, PKD 46.52.Z
- Wholesale of other intermediate products, PKD 46.76.Z,
- Wholesale of waste and scrap, PKD 46.77.Z,
- Non-specialised wholesale trade, PKD 46.90.Z,
- Retail sale of computers, peripheral units and software in specialised stores, PKD 47.41.Z,
- Retail sale of telecommunications equipment in specialised stores, PKD 47.42.Z,
- Other passenger land transport not elsewhere classified, PKD 49.39.Z,
- Freight transport by road, PKD 49.41.Z,
- Warehousing and storage of other goods, PKD 52.10.B;
- Service activities incidental to land transportation, PKD 52.21.Z,
- Holiday and other short-stay accommodation, PKD 55.20.Z,
- Other food service activities, PKD 56.29.Z,
- Other software publishing, PKD 58.29.Z,
- Wired telecommunications activities, PKD 61.10.Z,
- Wireless telecommunications activities, excluding satellite telecommunications activities, PKD 61.20.Z,
- Satellite telecommunication activities, PKD 61.30.Z,
- Other telecommunications activities, PKD 61.90.Z,
- Computer programming activities, PKD 62.01.Z,
- Computer consultancy activities, PKD 62.02.Z,
- Computer facilities management activities, PKD 62.03.Z,
- Other information technology and computer service activities, PKD 62.09.Z,
- Data processing, hosting and related activities, PKD 63.11.Z,

- Web portals, PKD 63.12.Z,
- Other information service activities not elsewhere classified, PKD 63.99.Z,
- Other credit granting, PKD 64.92.Z,
- Buying and selling of own real estate, PKD 68.10.Z,
- Rental and operating of own or leased real estate, PKD 68.20.Z,
- Accounting and bookkeeping activities; tax consultancy, PKD 69.20.Z,
- Business and other management consultancy activities, PKD 70.22.Z,
- Engineering activities and related technical consultancy, PKD 71.12.Z,
- Other technical testing and analysis, PKD 71.20.B,
- Other research and experimental development on natural sciences and engineering, PKD 72.19.Z,
- Advertising agencies activities, PKD 73.11.Z,
- Market research and public opinion polling, PKD 73.20.Z,
- Specialised design activities, PKD 74.10.Z,
- Other professional, scientific and technical activities not elsewhere classified, PKD 74.90.Z,
- Rental and leasing of office machinery and equipment, including computers, PKD 77.33.Z,
- Rental and leasing of other machinery, equipment and tangible goods not elsewhere classified, PKD 77.39.Z,
- Leasing of intellectual property and similar products, except copyrighted works, PKD 77.40.Z,
- Other human resources provision, PKD 78.30.Z,
- Activities of call centres, PKD 82.20.Z,
- Organisation of conventions and trade shows, PKD 82.30.Z,
- Out-of-school forms of education, not elsewhere classified, PKD 85.59.B,
- Repair and maintenance of computers and peripheral equipment, PKD 95.11.Z,
- Repair and maintenance of (tele)communication equipment, PKD 95.12.Z,
- Repair and maintenance of consumer electronics, PKD 95.21.Z,
- Activities of head office and holding companies, excluding financial holding companies, PKD 70.10.Z.

6. If the commencement or pursuit of business activities within the scope of the Company's objects set out above requires an appropriate permit or licence, such activities may only be commenced or pursued upon obtaining the relevant permit or licence.

II. Company capital, shareholders and shares

§ 7

The Company's share capital is PLN 3,264,707.30 (three million two hundred and sixty-four thousand seven hundred and seven zlotys 30/100) and is divided into 7,326,515 (seven million three hundred and twenty-six thousand five hundred and fifteen) A series registered shares and 25,320,558 (twenty-five million three hundred and twenty thousand five hundred and fifty-eight) A, B and C series bearer shares with a nominal value of PLN 0.10 (ten groszy) each.

§ 8

1. Conversion of Series A registered shares into Series A bearer shares is carried out at the request of shareholders in January each year. If a total of more than 100,000 (one hundred thousand) registered shares are proposed for conversion during the year, the Company's Management Board is obliged to set an additional conversion date within 90 days.
2. Conversion of bearer shares into registered shares is not permitted.

§ 9

Each share entitles to 1 (one) vote, except for Series A registered shares, each of which entitles to 4 (four) votes. The conversion of registered shares into bearer shares results in the loss of their voting preference.

§ 10

1. Series A registered shares may be sold by the shareholders and their heirs or legal successors only to the shareholders holding Series A registered shares. Disposal of Series A registered shares to persons other than the shareholders holding Series A registered shares requires the consent of the Management Board.
2. Shareholders intending to transfer Series A registered shares to persons other than the shareholders holding Series A registered shares shall submit a written application to the Management Board for permission to do so.

3. The Management Board of the Company shall consider the request for permission to dispose of Series A registered shares and shall decide whether or not to grant such permission within 60 days of the date of submission of the request, taking into account the interests of the Company.

4. If the Board of Directors does not approve the transfer of the shares, it should within 60 days:

- designate another purchaser,
- set a price in line with the price of bearer shares on the date of application.

The deadline for payment of the price so indicated shall be 7 days from the date of the decision of the Management Board.

5. If the Management Board does not take a position within 60 days of the written application for permission to dispose of shares, the disposal of shares is not subject to any restrictions.

§ 11

1. Registered shares and bearer shares may be redeemed with the shareholder's consent by way of purchase by the Company.
2. Acquisition of shares by the Company for their cancellation or redemption requires separate resolutions of the General Shareholders Meeting.
3. The acquisition of the Company's own shares should be done in such a way that no group of shareholders is privileged.

III. Capital and funds

§ 12

1. The Company establishes the following capitals and funds:
 - share capital,
 - supplementary capital.
2. By resolution of the General Shareholders Meeting, other funds may be created and used in accordance with applicable regulations.
3. Share capital is used to cover tangible, intangible and current assets, and to finance shares in domestic and foreign companies.
4. The share capital may be increased or reduced by resolution of the General Shareholders Meeting. The share capital may be increased using supplementary capital or other funds created from profits.

5. The supplementary capital is created using annual profit write-offs of at least 8 per cent (eight per cent) to cover the losses shown in the financial statements for the given financial year. Write-offs are made until the supplementary capital reaches one-third (1/3) of the share capital. Supplementary capital profit write-offs may be resumed when this capital has been partly consumed.
6. The Company's profit for the previous financial year is used to replenish the Company's capital and funds and to pay dividends to shareholders in an amount to be decided by the General Shareholders Meeting and for other purposes as determined by resolutions of the General Shareholders Meeting. The General Shareholders Meeting may only decide to pay a conditional dividend if the relevant conditions are met before the record date.
7. The Company Management Board is authorised to make an advance payment to shareholders towards expected dividends under the terms of the Commercial Companies Code.

IV. Company Authorities

§ 13

The Company Authorities include:

- General Shareholders Meeting,
- Supervisory Board,
- Management Board.

§ 14

General Shareholders Meeting

1. General Shareholders Meetings may be convened as Ordinary General Shareholders Meetings or Extraordinary General Shareholders Meetings. Ordinary General Shareholders Meetings are convened annually, no later than by the end of June.
2. General Shareholders Meeting are convened by the announcement made in the manner prescribed by the Code of Commercial Companies for public companies at least 26 (twenty six) days before the date of the General Shareholders Meeting.
3. The General Shareholders Meeting is convened by the Management Board. The Supervisory Board may convene an Ordinary General Shareholders Meeting if the Management Board fails to convene it within the time frame specified in the Articles of Association, and an Extraordinary General Shareholders Meeting if it deems it advisable to do so. Shareholders holding at least half of the share capital or at least half of the total

number of votes in the Company may convene the Extraordinary General Shareholders Meetings by appointing the Chairperson of the Meeting.

4. A shareholder or shareholders representing at least 1/20 (one-twentieth) of the share capital may request that an Extraordinary Shareholders Meeting be convened and specific issues be added to the agenda of that meeting. The request to convene an Extraordinary General Shareholders Meeting should be submitted to the Management Board in writing or in an electronic form.
5. A shareholder or shareholders representing at least 1/20 (one twentieth) of the share capital may request that certain matters be included in the agenda of the next General Shareholders Meeting. The request should be submitted to the Management Board no later than 21 (twenty one) days before the scheduled date of the Meeting. The Management Board is obliged to announce immediately, and no later than 18 (eighteen) days prior to the scheduled date of the Meeting, any amendments to the agenda made at the request of shareholders. The announcement is made in the manner appropriate for convening the General Shareholders Meeting.
6. A shareholder or shareholders representing at least 1/20 (one-twentieth) of the share capital may, prior to the date of the General Shareholders Meeting, submit to the Company, in writing or by means of electronic communication, draft resolutions concerning the matters placed on the agenda of the General Shareholders Meeting or matters to be placed on the agenda. The Company immediately announces draft resolutions on its website. Each shareholder may submit draft resolutions regarding matters included in the agenda during the General Shareholders Meeting.
7. The request for the convening of the General Shareholders Meeting and the inclusion of specific issues on its agenda, submitted by authorised entities, should include justification and draft resolutions.
8. A resolution on abandoning to consider any matter included in the agenda may be adopted only for good reasons. Such a request should be given justification.
9. Only persons who are shareholders of the Company 16 (sixteen) days before the date of the General Shareholders Meeting are entitled to attend the General Shareholders Meeting.
10. Prior to each General Shareholders Meeting, a list of shareholders entitled to attend the General Shareholders Meeting shall be drawn up. This list, signed by the Management Board, should be on display at the Company's Management Board's premises for 3 (three) weekdays prior to the General Shareholders Meeting. At the General Shareholders

Meeting, a list must be drawn up of the participants present, listing the number of shares represented by each participant and the votes to which they are entitled, signed by the Chairperson of the meeting.

11. A shareholder may attend the General Shareholders Meeting and exercise their voting rights in person or by proxy. The proxy should be given in writing or in electronic form.
12. The General Shareholders Meeting has the power to adopt binding resolutions irrespective of the number of shares represented at it, unless otherwise provided for in the Commercial Companies Code.
13. The General Shareholders Meeting is chaired by one of the persons elected on each occasion who is entitled to participate in the Meeting. The election of the Chairperson of the Meeting takes place before any business is transacted. Until the Chairperson of the Meeting is elected, the Chairperson of the Supervisory Board shall preside, or in their absence, the Deputy Chairperson or another Board Member shall preside.
14. Resolutions are adopted by an absolute majority of votes, unless the provisions of the Company's Articles of Association or the Commercial Companies Code provide otherwise.

The exclusive competence of the General Shareholders Meeting includes:

- reviewing and approving the reports of the Management Board on the Company's activities and on the activities of the Group of Companies for the previous financial year,
- reviewing and approving the separate financial statements and the consolidated financial statements for the previous financial year,
- reviewing and approving the reports on the activities of the Supervisory Board,
- adopting resolutions concerning claims for redressing losses caused in the process of establishing, managing or supervising the Company,
- adopting resolutions on profit distribution or loss coverage,
- determining the date of shareholders' right to dividends and the date of payment of dividends,
- acknowledging the fulfilment of duties by members of the Company's bodies,
- increasing and reducing the share capital,
- resolving the redemption of shares and other securities,
- issuing shares and other securities,
- determining the number of Members of the Supervisory Board,

- electing and dismissing Members of the Supervisory Board and determining their remuneration,
 - adopting resolutions on the merger, division, transformation or dissolution of the Company,
 - adopting resolutions on transfer and lease of the enterprise or its organised part and establishing a limited right in rem on them,
 - amending the Articles of Association,
 - adopting the Regulations of the Supervisory Board,
 - adopting the Regulations of the General Shareholders Meetings,
 - adopting the remuneration policy for the members of the Management Board and the Supervisory Board,
 - giving an opinion on the remuneration report presented by the Supervisory Board.
15. Voting at the General Shareholders Meeting is open, unless the provisions of the Commercial Companies Code provide otherwise.
16. General Shareholders Meetings are held in Toruń or in Ostaszewo in the municipality of Łysomice in Kujawsko-Pomorskie Voivodeship or in any other place in Poland indicated by the Company in the announcement convening the General Shareholders Meeting, in accordance with the Regulations of the General Shareholders Meetings. Amendments to the Regulations adopted by the General Shareholders Meeting shall come into force as of the next General Shareholders Meeting.
17. Resolutions of the General Shareholders Meeting are binding for all shareholders.
18. The General Shareholders Meeting exempts each former member of the Management Board of Apator S.A. from the obligation to participate in the General Shareholders Meeting approving reports on activity of the Management Board and financial statements covering the period when they were the member of the Management Board of Apator S.A.

§ 15

Supervisory Board

1. The Supervisory Board consists of 5 (five) to 7 (seven) members, elected by the General Shareholders Meeting, for a period of 5 (five) years. Members of the Supervisory Board are appointed for a joint term of office. The term of office is calculated in years from the date of election. The mandates of the members of the Supervisory Board expire at the latest on the date of the General Shareholders Meeting approving the financial statement for the last

full financial year of performing this function. The reduction of the number of members of the Supervisory Board during the term of office to not less than 5 (five) Members does not require any addition to the composition of the Supervisory Board.

2. The members of the Supervisory Board should have due knowledge and experience.
3. Members of the Supervisory Board are bound by the non-competition clause, however, it does not apply to companies in the Apator Group. A member of the Supervisory Board may not engage in a competitive business or participate in a competitive company as a partner in a civil partnership, a partnership or as a member of a body of a private limited company, or participate in another competitive private limited company in the event that they hold at least 10% of the shares in that company or have the right to appoint at least one member of the Management Board.
4. The following individuals may not be Members of the Supervisory Board: Management Board Members, Proxies, Chief Accountants employed by the Company, Legal Counsels or Lawyers, Persons who report directly to a Member of the Management Board. Also, members of the Supervisory Board may not be members of a subsidiary's Management Board.
5. Members of the Board must fulfil their duties in person. Members of the Supervisory Board in their actions should take into account both the interest of the Company and the interest of the entire Apator Group.
6. It is permissible for the Supervisory Board to adopt resolutions in writing or by means of direct remote communication. A resolution is valid when all members of the Supervisory Board have been notified of the content of the resolution of the Supervisory Board. The adoption of resolutions in accordance with the procedure provided for in this section does not apply to the election of the Chairperson and Deputy Chairperson of the Supervisory Board, the appointment of a Member of the Management Board and the dismissal and suspension of a Member of the Management Board.
7. Resolutions in writing or by means of direct remote communication are adopted by an absolute majority of votes with the participation of:
 - at least three Supervisory Board Members with a Board composition of five,
 - at least four Supervisory Board members with more than five members.
8. The Supervisory Board meets quarterly, or more often if necessary, at the invitation of the Chairperson of the Board. Stating the proposed agenda the Management Board or a member of the Supervisory Board may demand that the Supervisory Board be convened. In such a case, the Chairperson of the Supervisory Board convenes a meeting within two

weeks of receiving the request. If the Chairperson of the Supervisory Board does not convene a meeting within this period, the applicant may convene the meeting themselves, stating the date, place and proposed agenda.

9. The Supervisory Board supervises the Company's activities in all areas of its activities. The Supervisory Board does not have the right to issue binding instructions to the Management Board regarding the conduct of the Company's affairs. The Supervisory Board performs its duties collectively; however, it may delegate its Members to perform supervisory activities independently.
10. The Supervisory Board may examine all documents of the Company, request reports and explanations from the Management Board and employees of the Company on all matters and review the Company's assets.
11. The Supervisory Board decides on all matters which, under the law and these Articles of Association, are not reserved to the exclusive competence of the General Shareholders Meeting, nor are they within the scope of action of the Management Board.

Competences of the Supervisory Board include:

- assessing the Management Board's report on the Company's activities and the Management Board's report on the activities of the group of companies for the previous financial year, and submitting a written report on this assessment to the General Shareholders Meeting,
- assessing the separate financial statements and the consolidated financial statements for the previous financial year with regard to their compliance with the accounting books, documents as well as the actual state, and submitting a written report on this assessment to the General Shareholders Meeting,
- preparing and presenting a report to the General Shareholders Meeting on the activities of the Supervisory Board, containing the information referred to in Article 382 sec. 31 of the Commercial Companies Code, i.e. in particular including a brief assessment of the Company's situation, with regard to the evaluation of the internal control systems, risk management, compliance and the internal audit function, evaluation of the fulfilment by the Management Board of the information obligations referred to in Article 3801 of the CCC, evaluation of the manner in which the Management Board prepared and submitted information, documents, reports and explanations to the Supervisory Board, and information on the total remuneration due to the Supervisory Board's advisors;

- preparing and presenting a report to the General Shareholders Meeting on the remuneration of the Members of the Management Board and the Supervisory Board,
- detailing the remuneration policy for Members of the Management Board and Supervisory Board, within the limits determined by the General Shareholders Meeting,
- deciding on temporary withdrawal from the application of the remuneration policy for Members of the Management Board and Supervisory Board within the limits specified in the remuneration policy,
- assessing the Management Board's motions concerning profit distribution or loss coverage,
- considering and giving opinions on any other matter to be the subject of a resolution of the General Shareholders Meeting,
- selecting an auditor to audit the financial statements,
- approving the long-term strategy of the Company and Apator Group and their changes,
- approving annual and long-term financial plans of the Company and Apator Group and their changes,
- adopting resolutions on the acquisition and disposal of shares in other business entities,
- adopting resolutions on the creation and liquidation of business entities with all or part of the Company's capital,
- adopting resolutions on the acquisition and disposal of real estate, perpetual usufruct or an interest in real estate,
- giving consent to the disposal of rights or incurrance of obligations by the Company, except for matters reserved to the competence of the General Shareholders Meeting, with a value exceeding PLN 20 million,
- agreeing to expenditures of more than PLN 1 million on research and development work,
- approving transactions with a related party of the Company with a value exceeding 5% of total assets, as determined on the basis of the Company's last approved financial statements,
- adopting a resolution on determining the number of Members of the Company's Management Board,
- appointing the President of the Management Board and then, at the request of the President, other Members of the Management Board, dismissing Members of the Company's Management Board, suspending all or individual members of the

Management Board for important reasons, as well as delegating Members of the Supervisory Board to temporarily perform the duties of Members of the Management Board,

- determining the rules of remuneration for the Management Board in line with the adopted remuneration policy for Members of the Management Board,
- representing the Company in an agreement between the Company and the Board Member as well as in a dispute between the Company and the Board Member,
- deciding on matters concerning conflicts of interest of Members of the Board, – adopting the Regulations of the Board,
- adopting the Regulations of the Audit Committee and approving the hiring and dismissing the head of internal audit,
- adopting resolutions on other matters at the request of the Management Board.

12. Members of the Supervisory Board receive remuneration, the amount of which is determined by the General Shareholders Meeting. In addition to their remuneration, Members of the Management Board are entitled to reimbursement of reasonable expenses incurred in connection with the performance of their duties.
13. Minutes of the meeting of the Supervisory Board shall be taken and signed by the Members of the Supervisory Board present at the meeting.
14. At the first meeting, the Supervisory Board elects the Chairperson and the Deputy Chairperson from among its members.
15. The Supervisory Board operates in accordance with the Regulations of the Supervisory Board.
16. By a relevant resolution, the Supervisory Board may create committees from among its members set up to deal with matters of a specific type or category, including the Audit Committee. The Supervisory Board shall set out in a resolution the operating principles of the committee, its composition and its specific competences.
17. The Supervisory Board may also delegate its Members to independently perform specific supervisory activities. In the event that the Supervisory Board delegates its Member to independently perform supervisory activities, the Supervisory Board is authorised to determine the amount of the remuneration of the delegated Member of the Supervisory Board by way of a resolution (additional remuneration). The amount of remuneration of the delegated Member of the Supervisory Board should depend on the duration of the

delegation, the commitment required, including time commitment, and the extent of the supervisory duties delegated by the Supervisory Board.

18. The Supervisory Board may adopt a resolution to have a certain matter relating to the Company's business or its assets examined by a selected advisor (advisor to the Supervisory Board) at the Company's expense. The advisor to the Supervisory Board may also be appointed to prepare certain analyses and opinions.

Art. 16

Management

1. The Company Management Board is composed of 1 (one) to 6 (six) Members appointed for 3 (three) years by the Supervisory Board for a common term of office. The term of office is calculated in years from the date of appointment. The mandates of the Supervisory Board members expire at the latest on the date of the General Shareholders Meeting approving the financial statement for the last full financial year of performing this function. The Supervisory Board first appoints the President of the Management Board and then, on his request, the other members of the Management Board.
2. The Management Board supervises the overall operation of the Company, represents the company externally, manages its assets and all matters not reserved for other bodies, is responsible for the proper keeping of the Company's accounts and strictly adheres to the provisions of the Articles of Association, the Regulations of the Management Board and resolutions of the Company's authorities.
3. The Management Board acts in accordance with the adopted long-term strategy of the Company and the Apator Group and its actions should be guided by both the interest of the Company and of the entire Apator Group.
4. The work of the Management Board is supervised by the President of the Management Board.
5. Resolutions of the Management Board are passed by an absolute majority of votes. In the case of an equal number of votes, the casting vote is held by the President of the Management Board. Resolutions may be adopted by ordinary means as well as in writing or by means of direct remote communication. When resolutions are adopted in writing or by means of direct remote communication, all Board Members must be notified of the content of the resolution.
6. For the receipt of notices and other communications, it is sufficient if the delivery is made into the hands of one of the Board Members.

7. The members of the Management Board are obliged to attend meetings of the Supervisory Board at its request.
8. Two Members of the Management Board acting jointly, a Member of the Management Board acting jointly with a Proxy or two Proxies acting jointly are authorised to make statements regarding the Company's property rights and obligations and to sign them.
9. Each Member of the Management Board has the right and obligation to manage the company's affairs, not exceeding the scope of the company's ordinary activities.
10. The Proxy is appointed by the Management Board by unanimous resolution. The Proxy granted may be revoked by any Member of the Management Board.
11. The Company's employees are under the management of the Management Board and, in particular, the Management Board admits and dismisses employees and determines their remuneration in accordance with the applicable regulations.
12. Members of the Management Board and Proxies are bound by the non-competition clause, however, it does not apply to companies in the Apator Group. A Member of the Management Board and Proxy may not engage in a competitive business or participate in a competitive company as a partner in a civil law partnership, partnership or a member of a body of a capital company, or be part of another competitive legal entity as a member of a body. This prohibition also includes being part of a competitive capital company if a Member of the Supervisory Board holds at least 10% of shares or stocks of that company or has the right to appoint at least one Management Board Member.
13. Members of the Management Board may be dismissed at any time by the Supervisory Board or the General Shareholders Meeting. This does not prejudice their claims under their employment contract.
14. Members of the Management Board as well as employees of the Company who are guilty of neglecting duties imposed on them by law, the Articles of Association or the Regulations are liable to the Company for damages resulting from such neglect. Members of the Management Board and employees are not liable to third parties for liabilities incurred on behalf of the Company.

V. Company accounting, auditors

Art. 17

The Company keeps the accounts in accordance with the applicable law.

Art. 18

The Company's financial year coincides with the calendar year.

Art. 19

The Management Board prepares Management Board reports on the activities of the Company and the Group and separate and consolidated financial statements for the given financial year and submits them to the Supervisory Board for review and to the General Shareholders Meeting for consideration and approval.

Art. 20

The Supervisory Board selects the entity authorised to audit the Company's financial statements in such a way as to ensure its independence in carrying out the tasks entrusted to it.

VI. Final provisions

Art. 21

Any matters not regulated by these Articles of Association are governed by the provisions of the Commercial Companies Code and other normative acts applicable to the Company.

Justification for draft Resolution No. 22/VI/2024:

Resolution No. 22/VI/2024 is of a procedural nature and concerns the adoption of the consolidated text of the Articles of Association in connection with the amendments introduced by Resolution No. 21/VI/2024.

Resolution No. 23/VI/2024
of the Ordinary General Shareholders Meeting of Apator Spółka Akcyjna
Of 26 June 2024

on amending the Regulations of the Company Supervisory Board.

Pursuant to Art. 14 sec. 14 of the Articles of Association of Apator S.A., the Ordinary General Meeting amends the Regulations of the Supervisory Board as follows:

1. Art. 3 of the Regulations of the Supervisory Board is amended as follows:

Powers of the Supervisory Board

1. The Supervisory Board has the right to inspect the activity of the Company and the Apator Group, including by:

- requesting the Management Board to submit regular and comprehensive reports and explanations on all significant matters concerning the activity of the Company and the Apator Group and on the risks involved in the activity conducted,
- checking the Company's files and documents,
- carrying out financial audits and reviews of the Company's assets,
- requesting the Management Board, proxies and persons employed by the Company under a contract of employment or performing certain activities for the Company on a regular basis under a contract for specific work, a contract of mandate or any other contract of a similar nature to prepare or submit any information, documents, reports or explanations concerning the Company, in particular its activities or assets.

2. The Supervisory Board is the permanent supervising and controlling body for all the Company's activities.

3. By a relevant resolution, the Supervisory Board may create committees from among its members set up to deal with matters of a specific type or category, including the Audit Committee. The Supervisory Board shall set out in a resolution the operating principles of the committee, its composition and its specific competences.

4. The Supervisory Board may also delegate its Members to independently perform specific supervisory activities. In the event that the Supervisory Board delegates its Member to independently perform supervisory activities, the Supervisory Board is authorised to determine the amount of the remuneration of the delegated Member of the Supervisory Board by way of a

resolution. The amount of remuneration of the delegated Member of the Supervisory Board should depend on the duration of the delegation, the commitment required, including time commitment, and the extent of the supervisory duties delegated by the Supervisory Board.

5. The Supervisory Board may adopt a resolution to have a certain matter relating to the Company's business or its assets examined by a selected advisor (advisor to the Supervisory Board) at the Company's expense. The advisor to the Supervisory Board may also be appointed to prepare certain analyses and opinions.

6. Members of the Supervisory Board have the right to attend meetings of the Management Board in an advisory capacity.

7. The Supervisory Board does not have the right to issue binding instructions to the Management Board with respect to the conduct of the Company's affairs.

8. The tasks of the Supervisory Board include those matters which, under the law, in particular the Commercial Companies Code and the Articles of Association of the Company, are not reserved to the exclusive competence of the General Shareholders Meeting, nor are they within the scope of activities of the Management Board.

9. Pursuant to Art. 15 sec. 11 of the Articles of Association of Apator S.A., the competences of the Board include:

- assessing the Management Board's report on the Company's activities and the Management Board's report on the activities of the group of companies for the previous financial year, and submitting a written report on this assessment to the General Shareholders Meeting,

- assessing the separate financial statements and the consolidated financial statements for the previous financial year with regard to their compliance with the accounting books, documents as well as the actual state, and submitting a written report on this assessment to the General Shareholders Meeting,

- preparing and presenting a report to the General Shareholders Meeting on the activities of the Supervisory Board, including a brief assessment of the Company's situation, taking into account the evaluation of the internal control systems, risk management, compliance and the internal audit function,

- assessing the Management Board's motions concerning profit distribution or loss coverage,

- considering and giving opinions on any other matter to be the subject of a resolution of the General Shareholders Meeting,

- selecting an auditor to audit the financial statements,

- approving the long-term strategy of the Company and Apator Group and their changes,

- approving annual and long-term financial plans of the Company and Apator Group and their changes,
- adopting resolutions on the acquisition and disposal of shares in other business entities,
- adopting resolutions on the creation and liquidation of business entities with all or part of the Company's capital,
- adopting resolutions on the acquisition and disposal of real estate, perpetual usufruct or an interest in real estate,
 - giving consent to the disposal of rights or incurrance of obligations by the Company, except for matters reserved to the competence of the General Shareholders Meeting, with a value exceeding PLN 20 million,
- agreeing to expenditures of more than PLN 1.5 million on research and development work,
 - approving transactions with a related party of the Company with a value exceeding 5% of total assets, as determined on the basis of the Company's last approved financial statements,
- adopting a resolution on determining the number of Members of the Company's Management Board,
- appointing the President of the Management Board and subsequently, at their request, the other members of the Management Board, dismissing members of the Company's Management Board, suspending all or individual members of the Management Board for important reasons, as well as delegating members of the Supervisory Board to temporarily perform the duties of members of the Management Board and setting remuneration for the Management Board in accordance with the adopted remuneration policy for members of the Management Board,
- representing the Company in an agreement between the Company and the Board Member as well as in a dispute between the Company and the Board Member,
 - deciding on matters of conflict of interest for Management Board Members,
 - adopting the Regulations of the Management Board,
 - adopting the Regulations of the Audit Committee and approving the hiring and dismissing the head of internal audit,
- preparing a remuneration report annually providing a comprehensive overview of remuneration, including all benefits, in any form, received by or due to individual members of the management and supervisory boards in the last financial year, in accordance with the remuneration policy,
 - detailing the elements of the remuneration policy defined in Article 90d sec. 3 point 1, sec. 4 points 1 and 4 and sec. 5 of the Act on Public Offering, Conditions Governing the

Introduction of Financial Instruments to Organised Trading, and Public Companies of 29 July 2005, within the limits previously defined by the General Shareholders Meeting,

– deciding on the temporary deviation from the remuneration policy, in accordance with the provisions of the Company's remuneration policy,

– adopting resolutions on other matters at the request of the President of the Board.

10. The Supervisory Board may convene a General Shareholders Meeting in the cases specified in the Commercial Companies Code.

is amended to read as follows:

Art. 3.

Powers of the Supervisory Board

1. The Supervisory Board has the right to inspect the activity of the Company and the Apator Group, including by:

– requesting the Management Board to submit regular and comprehensive reports and explanations on all significant matters concerning the activity of the Company and the Apator Group and on the risks involved in the activity conducted,

– checking the Company's files and documents,

– carrying out financial audits and reviews of the Company's assets,

– requesting the Management Board, proxies and persons employed by the Company under a contract of employment or performing certain activities for the Company on a regular basis under a contract for specific work, a contract of mandate or any other contract of a similar nature to prepare or submit any information, documents, reports or explanations concerning the Company, in particular its activities or assets.

2. The Supervisory Board is the permanent supervising and controlling body for all the Company's activities.

3. By a relevant resolution, the Supervisory Board may create committees from among its members set up to deal with matters of a specific type or category, including the Audit Committee. The Supervisory Board shall set out in a resolution the operating principles of the committee, its composition and its specific competences.

4. The Supervisory Board may also delegate its Members to independently perform specific supervisory activities. In the event that the Supervisory Board delegates its Member to independently perform supervisory activities, the Supervisory Board is authorised to determine the amount of the remuneration of the delegated Member of the Supervisory Board by way of a

resolution. The amount of remuneration of the delegated Member of the Supervisory Board should depend on the duration of the delegation, the commitment required, including time commitment, and the extent of the supervisory duties delegated by the Supervisory Board.

5. The Supervisory Board may adopt a resolution to have a certain matter relating to the Company's business or its assets examined by a selected advisor (advisor to the Supervisory Board) at the Company's expense. The advisor to the Supervisory Board may also be appointed to prepare certain analyses and opinions.

6. Members of the Supervisory Board have the right to attend meetings of the Management Board in an advisory capacity.

7. The Supervisory Board does not have the right to issue binding instructions to the Management Board with respect to the conduct of the Company's affairs.

8. The tasks of the Supervisory Board include those matters which, under the law, in particular the Commercial Companies Code and the Articles of Association of the Company, are not reserved to the exclusive competence of the General Shareholders Meeting, nor are they within the scope of activities of the Management Board.

9. Pursuant to Art. 15 sec. 11 of the Articles of Association of Apator S.A., competences of the Supervisory Board include:

- assessing the Management Board's report on the Company's activities and the Management Board's report on the activities of the group of companies for the previous financial year, and submitting a written report on this assessment to the General Shareholders Meeting,

- assessing the separate financial statements and the consolidated financial statements for the previous financial year with regard to their compliance with the accounting books, documents as well as the actual state, and submitting a written report on this assessment to the General Shareholders Meeting,

- preparing and presenting a report to the General Shareholders Meeting on the activities of the Supervisory Board, containing the information referred to in Article 382 sec. 3¹ of the Commercial Companies Code, i.e. in particular including a brief assessment of the Company's situation, with regard to the evaluation of the internal control systems, risk management, compliance and the internal audit function, evaluation of the fulfilment by the Management Board of the information obligations referred to in Article 380¹ of the CCC, evaluation of the manner in which the Management Board prepared and submitted information, documents, reports and explanations to the Supervisory Board, and information on the total remuneration due to the Supervisory Board's advisors;

- assessing the Management Board's motions concerning profit distribution or loss coverage,
- considering and giving opinions on any other matter to be the subject of a resolution of the General Shareholders Meeting,
- selecting a statutory auditor to audit the financial statements, including giving at least one week's notice to the key statutory auditor of the date of the meeting to deal with the matters listed in sec. 9 points 1 to 3 of this paragraph,
- approving the long-term strategy of the Company and Apator Group and their changes,
- approving annual and long-term financial plans of the Company and Apator Group and their changes,
- adopting resolutions on the acquisition and disposal of shares in other business entities,
- adopting resolutions on the creation and liquidation of business entities with all or part of the Company's capital,
- adopting resolutions on the acquisition and disposal of real estate, perpetual usufruct or an interest in real estate,
 - giving consent to the disposal of rights or incurrance of obligations by the Company, except for matters reserved to the competence of the General Shareholders Meeting, with a value exceeding PLN 20 million,
- agreeing to expenditures of more than PLN 1 million on research and development work,
 - approving transactions with a related party of the Company with a value exceeding 5% of total assets, as determined on the basis of the Company's last approved financial statements,
- adopting a resolution on determining the number of Members of the Company's Management Board,
- appointing the President of the Management Board and subsequently, at their request, the other members of the Management Board, dismissing members of the Company's Management Board, suspending all or individual members of the Management Board for important reasons, as well as delegating members of the Supervisory Board to temporarily perform the duties of members of the Management Board and setting remuneration for the Management Board in accordance with the adopted remuneration policy for members of the Management Board,
- representing the Company in an agreement between the Company and the Board Member as well as in a dispute between the Company and the Board Member,
 - deciding on matters of conflict of interest for Management Board Members,
 - adopting the Regulations of the Management Board,

- adopting the Regulations of the Audit Committee and approving the hiring and dismissing the head of internal audit,
- preparing a remuneration report annually providing a comprehensive overview of remuneration, including all benefits, in any form, received by or due to individual members of the management and supervisory boards in the last financial year, in accordance with the remuneration policy,
- detailing the elements of the remuneration policy defined in Article 90d sec. 3 point 1, sec. 4 points 1 and 4 and sec. 5 of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies of 29 July 2005, within the limits previously defined by the General Shareholders Meeting,
- deciding on the temporary deviation from the remuneration policy, in accordance with the provisions of the Company's remuneration policy,
- adopting resolutions on other matters at the request of the Management Board.

10. The Supervisory Board may convene a General Shareholders Meeting in the cases specified in the Commercial Companies Code.

Justification for Resolution No. 23/VI/2024:

The adoption of this resolution stems from the need to adapt the provisions of this paragraph to the needs of the Company's practice and to amend the Articles of Association in this regard.

Resolution No. 24/VI/2024
of the Ordinary General Shareholders Meeting of Apator Spółka Akcyjna
of 26 June 2024

on the adoption of a consolidated text of the Regulations of the Supervisory Board of Apator S.A.

The Ordinary General Shareholders Meeting resolves as follows:

1. The consolidated text of the Regulations of the Supervisory Board of the Company, attached hereto, is hereby adopted.
2. The Resolution enters into force on the date of its adoption.

Appendix to Resolution No. 24/VI/2024

CONSOLIDATED TEXT OF THE REGULATIONS OF THE SUPERVISORY BOARD OF
APATOR S.A.

Art. 1. Legal basis

1. The Supervisory Board of Apator S.A. is a statutory body of Apator S.A., acting under the Commercial Companies Code, the Articles of Association of the Company and these Regulations.
2. Any matters not regulated by these regulations are governed by the provisions of the Company's Articles of Association, the provisions of the Commercial Companies Code and other legal regulations.

Art. 2. Composition of the Supervisory Board

1. The Supervisory Board consists of 5 (five) to 7 (seven) members, elected by the General Shareholders Meeting.
2. The following individuals may not be Members of the Supervisory Board: – Management Board Members, – Proxies, – Chief Accountants employed by the Company, – Legal Counsels or Lawyers employed by the Company, – Persons who report directly to a Management Board Member, – Members of a subsidiary's Management Board.
3. The Supervisory Board is appointed for a common term of office of five years.

4. The reduction of the number of members of the Supervisory Board during the term of office to not less than 5 (five) Members does not require any addition to the composition of the Supervisory Board.

5. Retiring Supervisory Board Members may be re-elected to the Supervisory Board for the next term.

6. Supervisory Board Members should have the appropriate knowledge and experience and be able to devote the necessary amount of time to their duties.

7. A member of the Supervisory Board should, in the performance of their duties, exercise the diligence inherent in the professional nature of their activities and maintain loyalty to the Company. A Board Member may not disclose the Company's secrets, even after the expiry of their mandate.

Art. 3. Powers of the Supervisory Board

1. The Supervisory Board has the right to inspect the activity of the Company and the Apator Group, including by:

- requesting the Management Board to submit regular and comprehensive reports and explanations on all significant matters concerning the activity of the Company and the Apator Group and on the risks involved in the activity conducted,
- checking the Company's files and documents,
- carrying out financial audits and reviews of the Company's assets,
- requesting the Management Board, proxies and persons employed by the Company under a contract of employment or performing certain activities for the Company on a regular basis under a contract for specific work, a contract of mandate or any other contract of a similar nature to prepare or submit any information, documents, reports or explanations concerning the Company, in particular its activities or assets.

2. The Supervisory Board is the permanent supervising and controlling body for all the Company's activities.

3. By a relevant resolution, the Supervisory Board may create committees from among its members set up to deal with matters of a specific type or category, including the Audit Committee. The Supervisory Board shall set out in a resolution the operating principles of the committee, its composition and its specific competences.

4. The Supervisory Board may also delegate its Members to independently perform specific supervisory activities. In the event that the Supervisory Board delegates its Member to independently perform supervisory activities, the Supervisory Board is authorised to determine

the amount of the remuneration of the delegated Member of the Supervisory Board by way of a resolution. The amount of remuneration of the delegated Member of the Supervisory Board should depend on the duration of the delegation, the commitment required, including time commitment, and the extent of the supervisory duties delegated by the Supervisory Board.

5. The Supervisory Board may adopt a resolution to have a certain matter relating to the Company's business or its assets examined by a selected advisor (advisor to the Supervisory Board) at the Company's expense. The advisor to the Supervisory Board may also be appointed to prepare certain analyses and opinions.

6. Members of the Supervisory Board have the right to attend meetings of the Management Board in an advisory capacity.

7. The Supervisory Board does not have the right to issue binding instructions to the Management Board with respect to the conduct of the Company's affairs.

8. The tasks of the Supervisory Board include those matters which, under the law, in particular the Commercial Companies Code and the Articles of Association of the Company, are not reserved to the exclusive competence of the General Shareholders Meeting, nor are they within the scope of activities of the Management Board.

9. Pursuant to Art. 15 sec. 11 of the Articles of Association of Apator S.A., competences of the Supervisory Board include:

- assessing the Management Board's report on the Company's activities and the Management Board's report on the activities of the group of companies for the previous financial year, and submitting a written report on this assessment to the General Shareholders Meeting,

- assessing the separate financial statements and the consolidated financial statements for the previous financial year with regard to their compliance with the accounting books, documents as well as the actual state, and submitting a written report on this assessment to the General Shareholders Meeting,

- preparing and presenting a report to the General Shareholders Meeting on the activities of the Supervisory Board, containing the information referred to in Article 382 sec. 3¹ of the Commercial Companies Code, i.e. in particular including a brief assessment of the Company's situation, with regard to the evaluation of the internal control systems, risk management, compliance and the internal audit function, evaluation of the fulfilment by the Management Board of the information obligations referred to in Article 380¹ of the CCC, evaluation of the manner in which the Management Board prepared and submitted information, documents, reports and explanations to the Supervisory Board, and information on the total remuneration due to the Supervisory Board's advisors;

- assessing the Management Board's motions concerning profit distribution or loss coverage,
- considering and giving opinions on any other matter to be the subject of a resolution of the General Shareholders Meeting,
- selecting a statutory auditor to audit the financial statements, including giving at least one week's notice to the key statutory auditor of the date of the meeting to deal with the matters listed in sec. 9 points 1 to 3 of this paragraph,
- approving the long-term strategy of the Company and Apator Group and their changes,
- approving annual and long-term financial plans of the Company and Apator Group and their changes,
- adopting resolutions on the acquisition and disposal of shares in other business entities,
- adopting resolutions on the creation and liquidation of business entities with all or part of the Company's capital,
- adopting resolutions on the acquisition and disposal of real estate, perpetual usufruct or an interest in real estate,
 - giving consent to the disposal of rights or incurrance of obligations by the Company, except for matters reserved to the competence of the General Shareholders Meeting, with a value exceeding PLN 20 million,
- agreeing to expenditures of more than PLN 1 million on research and development work,
 - approving transactions with a related party of the Company with a value exceeding 5% of total assets, as determined on the basis of the Company's last approved financial statements,
- adopting a resolution on determining the number of Members of the Company's Management Board,
- appointing the President of the Management Board and subsequently, at their request, the other members of the Management Board, dismissing members of the Company's Management Board, suspending all or individual members of the Management Board for important reasons, as well as delegating members of the Supervisory Board to temporarily perform the duties of members of the Management Board and setting remuneration for the Management Board in accordance with the adopted remuneration policy for members of the Management Board,
- representing the Company in an agreement between the Company and the Board Member as well as in a dispute between the Company and the Board Member,
 - deciding on matters of conflict of interest for Management Board Members,
 - adopting the Regulations of the Management Board,

- adopting the Regulations of the Audit Committee and approving the hiring and dismissing the head of internal audit,
- preparing a remuneration report annually providing a comprehensive overview of remuneration, including all benefits, in any form, received by or due to individual members of the management and supervisory boards in the last financial year, in accordance with the remuneration policy,
 - detailing the elements of the remuneration policy defined in Article 90d sec. 3 point 1, sec. 4 points 1 and 4 and sec. 5 of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies of 29 July 2005, within the limits previously defined by the General Shareholders Meeting,
- deciding on the temporary deviation from the remuneration policy, in accordance with the provisions of the Company's remuneration policy,
- adopting resolutions on other matters at the request of the Management Board.

10. The Supervisory Board may convene a General Shareholders Meeting in the cases specified in the Commercial Companies Code.

Art. 4. Supervisory Board responsibilities

1. Members of the Supervisory Board exercise their rights and perform their duties in person.
2. Members of the Supervisory Board should not resign during their term of office if this could render the operation of the Supervisory Board impossible and, in particular, could cause the number of Supervisory Board members to drop below five or prevent the Supervisory Board from adopting a significant resolution in a timely manner.
3. Members of the Supervisory Board shall:
 - to provide the Company with information concerning the disposal or acquisition by them or their close affiliates of Company shares, in accordance with the applicable legislation relating to public companies,
 - participate in the General Shareholders Meeting in such a way as to be able to provide substantive answers to the questions asked during its course,
 - comply with the principles of the Best Practice for GPW Listed Companies to the extent that the Company has undertaken to apply them.
4. The members of the Supervisory Board should take appropriate measures to ensure that the Supervisory Board receives information on important matters concerning the Company.
5. Members of the Supervisory Board are bound by the non-competition clause. The competition ban does not apply to Apator Group companies. A Member of the Supervisory

Board may not engage in a competitive business or participate in a competitive company as a partner in a civil law partnership, partnership or a member of a body of a capital company, or be part of another competitive legal entity as a member of a body. This prohibition also includes being part of a competitive capital company if a Member of the Supervisory Board holds at least 10% of shares or stocks of that company or has the right to appoint at least one Management Board Member.

6. Supervisory Board Members must avoid engaging in professional or non-professional activities that could lead to a conflict of interest or adversely affect their reputation as Members of the Company's Supervisory Board. If a conflict of interest arises or is likely to arise, a Supervisory Board Member is obliged to inform the other Supervisory Board Members immediately. Further, the Supervisory Board Member must refrain from making decisions or otherwise participating in the given matter until the Supervisory Board has determined the further course of action.

7. Where a conflict of interest is identified with respect to a Member of the Supervisory Board of the Company, the Supervisory Board decides how to resolve it. This resolution establishes the measures to be put in place to address or avoid a conflict of interest, taking into account all the circumstances of the given case.

8. Each Member of the Supervisory Board should be guided in their conduct both by the interest of the Company and of the entire Apator Group and by their independent opinion and judgement, and in particular should:

- avoid accepting any benefit that might affect their impartiality and objectivity in making their decisions or reflect negatively on the independence of their opinions or judgements,
- expressly raise their objection and dissenting opinion in case they consider that the decision of the Supervisory Board is contrary to the interest of the Company or the Apator Group.

Art. 5. Organisation of the work of the Supervisory Board

1. At its first meeting, the Supervisory Board elects the Chairperson of the Supervisory Board and the Deputy Chairperson of the Supervisory Board from among its members.

2. The work of the Supervisory Board is managed by the Chairperson of the Supervisory Board or, in their absence, by the Deputy Chairperson of the Supervisory Board.

3. The Supervisory Board performs its activities collectively at meetings of the Supervisory Board.

4. Irrespective of other activities under the law, once a year the Supervisory Board shall prepare and present to the Ordinary General Shareholders Meeting of the Company a report on the activities of the Supervisory Board, including at least information on:

- the composition of the Supervisory Board and its committees,
- the fulfilment of the independence criteria by the members of the Supervisory Board,
- number of meetings of the Supervisory Board and its committees during the reporting period,
- the results of the assessment of the reports on the activities of the Management Board and the financial statements for the last financial year in terms of their conformity with the books, documents and facts,
- the assessment of the Company's situation, taking into account the adequacy and effectiveness of the Company's systems for internal control, risk management, ensuring compliance with standards or applicable practices and internal audit,
- the assessment of the implementation by the Management Board of the information obligations referred to in Article 380¹ of the CCC,
- the assessment of the manner in which the Management Board prepares or submits to the Supervisory Board the information, documents, reports or explanations requested in accordance with the procedure set out in the CCC,
- the total remuneration payable by the Company for all audits commissioned by the Supervisory Board during the financial year in accordance with the procedure set out in Article 382¹ of the CCC.

Art. 6. Supervisory Board Meetings

1. The Supervisory Board Meetings are convened and the agenda is set by the Chairperson of the Supervisory Board or, in their absence, by the Deputy Chairperson of the Supervisory Board: – on their own initiative,

– at the written request of a Supervisory Board Member, within 2 weeks of receipt of the request,

– at the written request of the Management Board, within 2 weeks of receipt of the request.

2. The agenda of the Supervisory Board meeting may not be amended or supplemented during the meeting unless:

- the entire Supervisory Board is present and no one objects to the amendment or addition to the agenda, or

- the failure of the Supervisory Board to adopt a resolution will expose the Company to damage, or
 - the subject of the resolution is to assess whether there is a conflict of interest between the Supervisory Board Member and the Company.
3. Meetings of the Supervisory Board shall be convened at least 2 weeks prior to the meeting.
 4. The meetings of the Supervisory Board are convened by inviting all the Members by electronic means (email) to the address provided to each Member of the Board by Apator S.A. In case of technical problems, the invitation can be made by telephone.
 5. In justified cases, a meeting of the Supervisory Board may be convened as a matter of urgency, i.e. less than 2 weeks before the meeting. Where this is the case, a meeting is deemed to have been duly convened if the Members have been notified of its date, provided that no Member of the Supervisory Board objects to the holding of such meeting.
 6. The Supervisory Board may also meet without being formally convened if all members agree and do not object to the inclusion of individual items on the agenda.
 7. Members of the Management Board have the right to participate in meetings of the Supervisory Board except for that part of those meetings during which matters concerning the Management Board or its Members are discussed.
 8. Minutes of the Supervisory Board Meetings are drawn up and signed by the Board Members present at the respective meeting.
 9. The Minutes must contain:
 - a list of those present at the Meeting,
 - agenda,
 - a brief summary of the matter discussed,
 - a declaration on the adoption of a resolution on the matter in question,
 - the number of votes cast for each resolution,
 - dissenting opinions of Supervisory Board Members submitted for the record.
 10. The Minutes may be signed at the next Board meeting.

Art. 7. Supervisory Board Resolutions

1. The Supervisory Board takes decisions in the form of resolutions, including with regard to:
 - proposals to the General Shareholders Meeting,
 - opinions, positions, initiatives and proposals on matters arising from the Articles of Association and applicable legislation,
 - post-inspection recommendations to the Management Board.

2. For resolutions to be valid, a notice of the meeting must be given to all members of the Supervisory Board.
3. Supervisory Board resolutions may be adopted by e-mail. All members of the Supervisory Board should be notified electronically of the content of the draft resolution.
4. A member of the Supervisory Board shall, within one working day of receiving the draft resolution, indicate by e-mail to the specified address whether they are voting for or against the resolution or abstaining from voting.
5. In justified cases, Supervisory Board resolutions may be adopted in writing. The Chairperson draws up the resolution and sends it to all Board Members subsequently, and informs them electronically or by telephone of the content and method of transmission of the resolution. The members of the Supervisory Board vote on the resolution while simultaneously affixing their signature thereon and indicating whether they vote for or against the resolution or abstain from voting.
6. Resolutions under the procedure set out in sec. 3–5 above may not be passed on the following matters:
 - electing the Chairperson and Deputy Chairperson of the Supervisory Board,
 - appointing, dismissing and suspending Management Board members.
7. With respect to the votes taken in the manner set out:
 - in sec. 3–4 above: Minutes are drawn up and signed together with the resolution at the next Supervisory Board meeting,
 - in sec. 5 above: minutes are drawn up and signed at the next Supervisory Board meeting.
8. Resolutions, including when adopted in writing or by e-mail, must be adopted by an absolute majority of votes, with the following attendance at the Supervisory Board meeting:
 - for five-member Boards: at least three Supervisory Board members,
 - for Boards with more than five members: at least three Supervisory Board members,
9. In the case of a tie vote, the Chairperson of the Supervisory Board has the casting vote.
10. Resolutions are numbered consecutively for the calendar year and signed by the Supervisory Board members present at the meeting.

Art. 8. Administrative management

1. The responsibility for providing administrative support for Supervisory Board meetings based on instructions received from the Chairperson of the Supervisory Board, as well as for keeping records of their proceedings, rests with the relevant organisational unit indicated in the Organisational Regulations of the Company.

2. Minutes of Supervisory Board meetings and resolutions are archived on paper and electronically.

3. The Company should also ensure that the Supervisory Board is able to make use of such professional independent advisory services as it deems necessary to exercise effective supervision over the Company. The service provider is selected by the Supervisory Board, taking into account the financial situation of the Company.

Justification for Resolution No. 24/VI/2024:

This resolution is of a procedural nature.