

Current ESPI report No. 14/2021

Re: Registration of the amendment to the Articles of Association and the increase in the share capital of the Company by issuing E series shares.

Legal basis:

Art. 56 subpara. 1 point 2 of the Act on Public Offering - current and periodic information

Report content:

The Management Board of ONDE SA with its registered office in Toruń (the "**Issuer**") informs you that on 20th August 2021 it was advised that on 20th August 2021, the District Court in Toruń, Commercial Division VII of the National Court Register, registered changes to the Articles of Association and made an entry of the increase in the share capital of the Company.

§5 subpara. 1 of the Articles of Association has been changed. The amendment to the Articles of Association was made pursuant to: (i) Resolution No. 6 of the Extraordinary General Assembly of the Company of 19th February 2021 on increasing the Company's share capital by issuing E series ordinary shares, depriving the existing shareholders of the entire subscription right to all E series shares, applying for the admission and introduction of first issue shares (A series shares), B series shares, C series shares, D series shares, E series shares and the rights to E series shares for trading on the regulated market operated by the Warsaw Stock Exchange, dematerialisation of the first issue shares (A shares), B series shares, C series shares, D series shares, E series shares and the rights to E series shares and the authorization to conclude an agreement for the registration of the first issue shares (A series shares), B series shares, C series shares, D series shares, E series shares and the rights to E series shares in the securities depository and amendments to the Company's Articles of Association (ii) statements of the Company's Management Board of 14th July 2021 submitted pursuant to Art. 310 § 2 and 4 in conjunction with Art. 431 § 7 of the Companies Code, on the amount of the share capital taken up and giving the precise amount of the share capital.

The content of the amended provisions of the Articles of Association is provided by the Management Board in Attachment 1 to this report.

The share capital of the Issuer was increased by PLN 165,000.00 (one hundred and sixty five thousand zloty) through the issue of 8,250,000 (eight million two hundred and fifty thousand) E series shares of a nominal value of PLN 0.02 each.

In consequence of the registration of the increase, the Issuer's share capital amounts currently to PLN 1,100,600.00 (one million one hundred thousand six hundred zloty) and is divided into 55,030,000 (fifty five million and thirty thousand) shares of a nominal value of PLN 0.02 each, and the structure of the Issuer's share capital is as follows:

- 1) 33,605,000 (thirty three million six hundred five thousand) A series registered shares of a nominal value of PLN 0.02 (two grosz) each,
- 2) 10,000,000 (ten million) B series registered shares of a nominal value of PLN 0.02 (two grosz) each, and
- 3) 2,070,000 (two million seventy thousand) C series registered shares of a nominal value of PLN 0.02 (two grosz) each; and
- 4) 1,105,000 (one million, one hundred and five thousand) D series ordinary shares to bearer of a nominal value of PLN 0.02 (two grosz) each; and
- 5) 8,250,000 (eight million two hundred and fifty thousand) E series ordinary shares to bearer of a nominal value of PLN 0.02 (two grosz) each.

The total number of votes, resulting from all issued shares of the Company is: 55,030,000.

The consolidated text of the Articles of Association, taking into account the amendments to the Articles of Association, referred to in this current report, shall be published immediately after its being adopted.

Detailed legal basis: § 5 point 1) of the Regulation by the Minister of Finance of 29th March 2018 *on current and periodic information published by issuers of securities and conditions for recognizing as equivalent the information required by the law of a Non-Member State.*

Attachment:

- Attachment no. 1 – Change of the Articles of Association