



Date of drawing up: 23.08.2023

Current report no.: 20/2023

Topic:

Information on the registration of changes to the Company's Statutes, including the reduction in the Company's share capital.

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 S.A. with its headquarters in Toruń (the "Company"), with reference to current report No. 12/2023 of 17th May 2023, informs you that on 23rd August 2023 it received the information about the registration on 22nd August 2023 by the District Court in Toruń, Commercial Division VII of the National Court Register ("Registration Court") of changes to the Company's Statutes, in the following scope:

1. Reduction in the share capital, redemption of treasury shares and related changes to the Company's Statutes

The Company's share capital was reduced by the amount of PLN 10,344.82 (ten thousand three hundred and forty-four zloty and eighty-two grosh), from PLN 1,100,600.00 (one million one hundred thousand six hundred zloty) to PLN 1,090,255.18 (one million ninety thousand two hundred and fifty-five zloty and eighteen grosh), as a result of the redemption of the Company's own shares purchased by the Company in the total number of 517,241 (five hundred and seventeen thousand two hundred and forty-one) shares, which corresponded to a total of 517,241 (five hundred and seventeen thousand two hundred and forty-one) votes in the Company, out of the total number of 55,030,000 (fifty-five million thirty thousand) shares to 54,512,759 (fifty-four million five hundred and twelve thousand seven hundred and fifty-nine) shares.

Therefore, the current amount of the share capital is PLN 1,090,255.18 (one million ninety thousand two hundred and fifty-five zloty and eighteen grosh) and is divided into 54,512,759 (fifty-four million five hundred and twelve thousand seven hundred and fifty-nine) series A ordinary bearer shares, of a nominal value of PLN 0.02 (two grosh) each.

The total number of votes resulting from all the Company's shares is 54,512,759 votes.

In consequence of the above, the current designation of the Company's shares issued in A to E series was changed and replaced with a uniform designation as A series shares.

Thus, the current §5 of the Company's Statutes has the following wording:

- 1. The Company's share capital amounts to PLN 1,090,255.18 (one million ninety thousand two hundred and fifty-five zloty and eighteen grosh) and is divided into 54,512,759 (fifty-four million five hundred and twelve thousand seven hundred and fifty-nine) A series ordinary bearer shares, of a nominal value of PLN 0.02 (two grosh) each, marked with the code PLONDE000018.*
- 2. The Company's share capital had been fully paid up before the Company was registered.*
- 3. The Company may issue convertible bonds, bonds with priority rights and subscription warrants.*

The changes registered were adopted by resolutions of the Ordinary General Assembly of the Company no. 17 and 19 on 17th May 2023.

2. Repeal of the provisions of the Statutes that had been in force before the date of admission of the Company's shares to trading on the regulated market and which are no longer applicable, and adoption of the uniform text of the Company's Statutes .

Moreover, the Registry Court registered changes to the Company's Statutes, consisting in repealing the provisions of §8, §9, §10 subpara. 2 letter b) and c), §13, §14, §15, §16, §17, §18, §22, §23, §24, §25, §26, §33, §34, §35, §36, §37, §38, and §39 of the Company's Statutes, which were in force in the period before the date of admission of the Company's shares to trading on the regulated market and which no longer apply to the Company and the adoption of the uniform text of the Company's Statutes.

The changes registered were adopted by resolution of the Ordinary General Assembly of the Company No. 20 on 17th May 2023.

Attached to this current report, the Company provides the consolidated text of the Company's Statutes, including all changes made and described in points 1 and 2.

Detailed legal basis for the current report:

§ 5 point 1 and § 6 of the Minister of Finance Regulation of 29th March 2018 *on current and periodic information to be provided by issuers of securities and the conditions for recognizing as equivalent the information required by the laws of a non-member state.*