

Attachment to the current report EBI No. 17/2021

#### Contents of the resolutions adopted by the Extraordinary General Meeting of QuarticOn S.A. on 13 december 2021

RESOLUTION No. 1/2021
of the Extraordinary General Meeting
of QuarticOn Spółka Akcyjna
of December 13, 2021
regarding the election of the chairman of the meeting

§ 1

The Extraordinary General Meeting of QuarticOn Spółka Akcyjna hereby elects Mateusz Jarosław Chybowski as the chairman of the Company's meeting.

§ 2

The resolution comes into force on the day of its adoption.

After the voting was closed, the person opening the meeting announced that in this voting 1 004 812 shares representing 71.55% of the share capital were cast in this voting, in total 1 004 812 valid votes, where:

- 1 004 812 votes were cast for the resolution,
- there were no votes against,
- there were no abstentions,

therefore, the above resolution was adopted.

RESOLUTION No. 2/2021
of the Extraordinary General Meeting
of QuarticOn Spółka Akcyjna
of December 13, 2021
on the approval of the General Meeting's agenda

§ 1

The Extraordinary General Meeting of QuarticOn Spółka Akcyjna hereby adopts the following agenda:

- 1. open the Extraordinary General Meeting of the Company;
- 2. elect the Chairperson of the Company's Extraordinary General Meeting;
- 3. determine whether the Company's Extraordinary General Meeting has been duly convened, and whether it is able to pass resolutions;
- 4. approve the agenda of the Company's Extraordinary General Meeting;
- 5. adopt a resolution to increase the share capital of the Company by issuing the Series G ordinary bearer shares, with an option to deprive existing shareholders of their subscription rights and on amending the Company's Articles of Association;
- 6. adopt a resolution to increase the share capital of the Company by issuing the Series H ordinary bearer shares, with an option to deprive existing shareholders of their subscription rights and on amending the Company's Articles of Association;
- 7. adopt a resolution to increase the share capital of the Company by issuing the Series I ordinary bearer shares, with an option to deprive existing shareholders of their subscription rights and on amending the Company's Articles of Association;



- 8. pass a resolution on the authorisation of the Company's Supervisory Board to adopt the consolidated text of the Company's Articles of Association;
- 9. close the meeting.

The resolution comes into force on the day of its adoption.

After the voting was closed, the Chairperson announced that in this voting 1 004 812 shares representing 71.55% of the share capital were cast in this voting, in total 1 004 812 valid votes, where:

- 1 004 812 votes were cast for the resolution,
- there were no votes against,
- there were no abstentions,

therefore, the above resolution was adopted.

#### RESOLUTION No. 3/2021 of the Extraordinary General Meeting of QuarticOn Spółka Akcyjna of December 13, 2021

regarding to increase the share capital of the Company by issuing the Series G ordinary bearer shares, with an option to deprive existing shareholders of their subscription rights and on amending the Company's Articles of Association

§1

- 1. Pursuant to Article 431 §1, Article 431 §2 point 1 and Article 431 §7 and in connection with Article 310 § 2 of the Commercial Companies Code, the Extraordinary General Meeting of QuarticOn S.A. hereby resolves to increase the Company's share capital by PLN 99,830 (nighty-night thousand eight hundred thirty), i.e. from the amount of PLN 140,430.00 (one hundred forty thousand four hundred thirty) to amount PLN 240,260 (two hundred forty thousand two hundred sixty), by issuing no more than 998,300 (nine hundred nighty-eight thousand three hundred) Series G ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each.
- 2. The issue price of 1 (one) Series G share amounted PLN 3.00 (three zloty).
- 3. The Series G shares shall qualify for the dividend payable to the shareholders for the financial year ending on 31 December 2022.
- 4. The Series G shares shall be subscribed for through private placement, as defined in Article 431 § 2 (1) of the Commercial Companies Code, based on a share subscription offer made by the Company's Management Board to specifically identified individuals and entities.
- 5. Series G shares will be covered by a non-cash contribution prior to the registration of the share capital increase, in the form of liabilities indicated in section 6 below, due to Venture Fundusz Inwestycyjny Zamknięty with its registered office in Warsaw (00-107), 9 Próżna Street, entered in the register of investment funds kept by the District Court in Warsaw, VII Civil Registry Division, under no. RFI: 1093, towards the Company in the form of receivables for the reimbursement of the amounts of loans granted, receivables for the payment of interest and receivables for the payment of commission, the total value of which amounts to PLN 2,994,900.00 (two million nine hundred ninety four thousand nine hundred zlotys).
- 6. Series G shares are to be taken up under private subscription by Venture Fundusz Inwestycyjny Zamknięty with its seat in Warsaw (00-107), 9 Próżna Street, entered into the register of investment funds kept by the District Court in Warsaw, VII Civil Registry Division, under no. RFI: 1093, which will cover 998,300 (nine hundred ninety eight thousand three hundred) ordinary series G bearer shares with a nominal value of PLN 0.10 (ten groszy) each, with a total nominal value of PLN 99,830.00 (ninety-nine thousand eight hundred and thirty zlotys) for the total issue price of PLN 2,994,900.00 (two million nine hundred ninety four thousand nine hundred zlotys) in return for an non-cash contribution in the form of receivables due to Venture Fundusz Inwestycyjny Zamknięty with its registered office in Warsaw (00-107), entered into the register of investment funds kept by District Court in Warsaw, VII Civil Registry



Division, under no. RFI: 1093 towards the Company due to loans granted to the Company (1) of October 2, 2017, with subsequent annexes (2) of November 9, 2017, with subsequent annexes, (3) of May 23, 2018, with subsequent annexes, (4) of June 28, 2018, with subsequent annexes, (5) of October 14, 2021; in the form of receivables for the reimbursement of the amounts of loans granted, receivables for the payment of interest and receivables for the payment of commission, the total value of which is PLN 2,994,900.00 (two million nine hundred ninety four thousand nine hundred zlotys).

7. The Series G Share Subscription Agreements shall be concluded within six (6) months of adoption of this Resolution. Also on this date, any other steps will be taken to transfer the contributions indicated in this resolution to the Company.

- 1. Upon becoming familiar with the written opinion of the Company's Management Board, the Company's General Meeting shall deprive existing shareholders, of their subscription right to all the Series G shares i.e. exclude the subscription rights of existing shareholders, to all the Series G share.
- 2. The opinion issued by the Management Board under Article 433 § 2 of the Commercial Companies Code to explain the reasons for the exclusion of the subscription rights shall be appended to this Resolution.
- 3. The shareholders share the opinion of the Company's Management Board that the exclusion of their subscription rights to the Series G shares, is in the Company's best interest, as explained in the aforementioned written opinion. The Company's General Meeting hereby resolves that the text of the aforementioned written opinion given by the Company's Management Board shall be considered as the explanation required under Article 433 § 2 of the Commercial Companies Code.

§3

- 1. The Company's General Meeting hereby authorises and obliges the Company's Management Board to perform all factual and legal acts necessary to define and agree on the specific terms of issue of the Series G shares including in particular to:
  - set the issue price of the Series G shares, subject to the Supervisory Board's prior 1) approval of that issue price;
  - 2) perform any other factual and legal acts in respect of increasing the Company's share capital under this Resolution;
- 2. The Company's General Meeting further authorises the Company's Management Board to perform all the factual and legal acts necessary to dematerialise the shares and to seek approval to float them through the NewConnect alternative trading system, including to conclude an agreement on registering the Series G shares in the depository for securities operated by The Central Securities Depository of Poland

Due to the Company's share capital increase, the General Meeting hereby resolves that:

- § 5 (1) of the Articles of Association shall be amended to the following wording:
  - "The Company's share capital is amounted PLN 240,260.00 (two hundred forty thousand two hundred sixty zlotych). Share capital divided into 2,402,600 (two million four hundred two thousand six hundred) shares including:
    - 1) 1,066,500 (one million sixty-six thousand and five hundred) Series A ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each;
    - 2) 50,556 (fifty thousand five hundred and fifty-six) Series B ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each;
    - 17 (seventeen) Series C ordinary bearer shares with a nominal value of PLN 3) 0.10 (ten groszy) each;
    - 152,927 (one hundred fifty two thousand nine hundred twenty seven) Series 4) D ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each;
    - 5) 118,200 (one hundred eighteen thousand and two hundred) Series E ordinary

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- bearer shares with a nominal value of PLN 0.10 (ten groszy) each;
- 6) 16,100 (sixteen thousand one hundred) Series F ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each;
- 7) 998,300 (nine hundred ninety-eight thousand three hundred) Series G ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each;

The Resolution shall become effective upon adoption.

After the voting was closed, the Chairperson announced that in this voting 1 004 812 shares representing 71.55% of the share capital were cast in this voting, in total 1 004 812 valid votes, where:

- 870 712 votes were cast for the resolution,
- 134 100 votes were against,
- there were no abstentions,

therefore, the above resolution was adopted.

# RESOLUTION No. 4/2021 Of the Extraordinary General Meeting QuarticOn Spółka Akcyjna of December 13, 2021

regarding to increase the share capital of the Company by issuing the Series H ordinary bearer shares, with an option to deprive existing shareholders of their subscription rights and on amending the Company's Articles of Association

- 1. Pursuant to Article 431 §1, Article 431 §2 point 1 and Article 431 §7 and in connection with Article 310 § 2 of the Commercial Companies Code, the Extraordinary General Meeting of QuarticOn S.A. hereby resolves to increase the Company's share capital by no less than PLN 0.10 (ten groszy) and no more than PLN 25,000 (twenty five thousand), i.e. from the amount of PLN 240,260.00 (two hundred forty thousand two hundred sixty) to amount no less than PLN 240,260.10 (two hundred forty thousand two hundred sixty and ten groszy), and no higher than PLN 265,260.00 (two hundred sixty-five thousand two hundred sixty), by issuing no more than 250,000 (two hundred thousand) Series H ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each.
- 2. The issue of Series H shares shall be effected if at least one (1) Series H share has been subscribed for.
- 3. The Management Board of the Company is authorized to determine the final amount of the share capital increase in order to adjust the amount of the share capital in the Articles of Association in accordance with Art. 310 § 2 and § 4 in connection with Art. 431 § 7 of the Commercial Companies Code and registration of the increase of the Company's share capital in the register of entrepreneurs of the National Court Register.
- 4. The Series H shares shall be paid for by cash contributions before the share capital increase is registered.
- 5. The issue price of the Series G shares, Series H shares and Series I shares shall be set by the Company's Management Board and approved by the Company's Supervisory Board.
- 6. The Series H shares, shall qualify for the dividend payable to the shareholders for the financial year ending on 31 December 2022.
- 7. The Series H shares shall be subscribed for through private placement, as defined in Article 431 § 2 (1) of the Commercial Companies Code, based on a share subscription offer made by the Company's Management Board to specifically identified individuals and entities.
- 8. The Series H Share Subscription Agreements shall be concluded within six (6) months of adoption of this Resolution.

§ 2

Kapitał zakładowy: 140430,00 PLN, opłacony w całości



- 9. Upon becoming familiar with the written opinion of the Company's Management Board, the Company's General Meeting shall deprive existing shareholders, of their subscription right to all the Series H share i.e. exclude the subscription rights of existing shareholders, to all the Series H share.
- 10. The opinion issued by the Management Board under Article 433 § 2 of the Commercial Companies Code to explain the reasons for the exclusion of the subscription rights shall be appended to this Resolution.
- 11. The shareholders share the opinion of the Company's Management Board that the exclusion of their subscription rights to the Series H shares is in the Company's best interest, as explained in the aforementioned written opinion. The Company's General Meeting hereby resolves that the text of the aforementioned written opinion given by the Company's Management Board shall be considered as the explanation required under Article 433 § 2 of the Commercial Companies Code.

- 3. The Company's General Meeting hereby authorises and obliges the Company's Management Board to perform all factual and legal acts necessary to define and agree on the specific terms of issue of the Series H shares, including in particular to:
  - set the issue price of the Series H shares, subject to the Supervisory Board's prior approval of that issue price;
  - 2) choose the identified individuals and/or entities to whom to offer the subscription of the Series H shares;
  - 3) draw up and conclude the Series H shares Subscription Agreements;
  - 4) perform any other factual and legal acts in respect of increasing the Company's share capital under this Resolution;
- 4. The Company's General Meeting further authorises the Company's Management Board to perform all the factual and legal acts necessary to dematerialise the shares and to seek approval to float them through the NewConnect alternative trading system, including to conclude an agreement on registering the Series H shares in the depository for securities operated by The Central Securities Depository of Poland

§ 4

Due to the Company's share capital increase, the General Meeting hereby resolves that:

- § 5 (1) of the Articles of Association shall be amended to the following wording:
  - "The Company's share capital shall be no less than PLN 240,260.10 (two hundred sixty thousand two hundred sixty zlotych and ten groszy), and no more than PLN 265,260.00 (two hundred sixty five thousand two hundred sixty zlotych). Share capital divided into no less than 2,402,601 (two million four hundred two thousand six hundred one) shares and no more than 2,652,600 (two million six hundred fifty two thousand six hundred) shares, including:
    - 1) 1,066,500 (one million sixty-six thousand and five hundred) Series A ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each;
    - 50,556 (fifty thousand five hundred and fifty-six) Series B ordinary bearer 2) shares with a nominal value of PLN 0.10 (ten groszy) each;
    - 17 (seventeen) Series C ordinary bearer shares with a nominal value of PLN 3) 0.10 (ten groszy) each;
    - 4) 152,927 (one hundred fifty two thousand nine hundred twenty seven) Series D ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each;
    - 5) 118,200 (one hundred eighteen thousand and two hundred) Series E ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each;
    - 6) 16,100 (sixteen thousand one hundred) Series F ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each;
    - 7) 998,300 (nine hundred ninety-eight thousand three hundred) Series G ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each;

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8) no less than 1 (one) and no more than 250,000 (two hundred fifty thousand) Series H ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each;

§ 5

The Resolution shall become effective upon adoption.

After the voting was closed, the Chairperson announced that in this voting 1 004 812 shares representing 71.55% of the share capital were cast in this voting, in total 1 004 812 valid votes, where:

- 870 712 votes were cast for the resolution,
- 134 100 votes were against,
- there were no abstentions,

therefore, the above resolution was adopted.

## RESOLUTION No. 5/2021 Of the Extraordinary General Meeting QuarticOn Spółka Akcyjna of December 13, 2021

regarding to increase the share capital of the Company by issuing the Series I ordinary bearer shares, with an option to deprive existing shareholders of their subscription rights and on amending the Company's Articles of Association

- 12. Pursuant to Article 431 §1, Article 431 §2 point 1 and Article 431 §7 and in connection with Article 310 § 2 of the Commercial Companies Code, the Extraordinary General Meeting of QuarticOn S.A. hereby resolves to increase the Company's share capital by no less than PLN 0.10 (ten groszy) and no more than PLN 50,000 (fifty thousand zlotych), i.e. from the amount not less than PLN 240,260.10 (two hundred forty thousand two hundred sixty and ten groszy) and not higher than PLN 256,260.00 (two hundred fifty six thousand two hundred sixty) to amount no less than PLN 240,260.20 (two hundred forty thousand two hundred sixty and twenty groszy), and no higher than PLN 315,260.00 (three hundred fifteen thousand two hundred sixty), by issuing no more than 500,000 (five hundred thousand) Series I ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each.
- 13. The issue of Series I shares shall be effected if at least one (1) Series I share has been subscribed for.
- 14. The Management Board of the Company is authorized to determine the final amount of the share capital increase in order to adjust the amount of the share capital in the Articles of Association in accordance with Art. 310 § 2 and § 4 in connection with Art. 431 § 7 of the Commercial Companies Code and registration of the increase of the Company's share capital in the register of entrepreneurs of the National Court Register.
- 15. The Series I shares shall be paid for by cash contributions before the share capital increase is registered.
- 16. The issue price of the Series I shares shall be set by the Company's Management Board and approved by the Company's Supervisory Board.
- 17. The Series I shares, shall qualify for the dividend payable to the shareholders for the financial year ending on 31 December 2022.
- 18. The Series I shares shall be subscribed for through private placement, as defined in Article 431 § 2 (1) of the Commercial Companies Code, based on a share subscription offer made by the Company's Management Board to specifically identified individuals and entities.
- 19. The Series I Share Subscription Agreements shall be concluded within six (6) months of adoption of this Resolution.

§ 2

20. Upon becoming familiar with the written opinion of the Company's Management Board, the Company's General Meeting shall deprive existing shareholders, of their subscription right to



- all the Series I share i.e. exclude the subscription rights of existing shareholders, to all the Series I share.
- 21. The opinion issued by the Management Board under Article 433 § 2 of the Commercial Companies Code to explain the reasons for the exclusion of the subscription rights shall be appended to this Resolution.
- 22. The shareholders share the opinion of the Company's Management Board that the exclusion of their subscription rights to the Series I shares is in the Company's best interest, as explained in the aforementioned written opinion. The Company's General Meeting hereby resolves that the text of the aforementioned written opinion given by the Company's Management Board shall be considered as the explanation required under Article 433 § 2 of the Commercial Companies Code.

- 5. The Company's General Meeting hereby authorises and obliges the Company's Management Board to perform all factual and legal acts necessary to define and agree on the specific terms of issue of the Series I shares, including in particular to:
  - set the issue price of the Series I shares, subject to the Supervisory Board's prior approval of that issue price;
  - choose the identified individuals and/or entities to whom to offer the subscription 2) of the Series I shares;
  - 3) draw up and conclude the Series I shares Subscription Agreements;
  - 4) perform any other factual and legal acts in respect of increasing the Company's share capital under this Resolution;
- 6. The Company's General Meeting further authorises the Company's Management Board to perform all the factual and legal acts necessary to dematerialise the shares and to seek approval to float them through the NewConnect alternative trading system, including to conclude an agreement on registering the Series I shares in the depository for securities operated by The Central Securities Depository of Poland

Due to the Company's share capital increase, the General Meeting hereby resolves that:

- § 5 (1) of the Articles of Association shall be amended to the following wording:
  - "The Company's share capital shall be no less than PLN 240,260.20 (two hundred forty thousand two hundred sixty zlotych and twenty groszy), and no more than PLN 315,260.00 (three hundred fifteen thousand two hundred sixty zlotych). Share capital divided into no less than 2,402,602 (two million four hundred two thousand six hundred two) shares and no more than 3,152,600 (three million one hundred fifty two thousand six hundred) shares, including:
    - 1) 1,066,500 (one million sixty-six thousand and five hundred) Series A ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each;
    - 2) 50,556 (fifty thousand five hundred and fifty-six) Series B ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each;
    - 17 (seventeen) Series C ordinary bearer shares with a nominal value of PLN 3) 0.10 (ten groszy) each;
    - 152,927 (one hundred fifty two thousand nine hundred twenty seven) Series 4) D ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each;
    - 118,200 (one hundred eighteen thousand and two hundred) Series E ordinary 5) bearer shares with a nominal value of PLN 0.10 (ten groszy) each;
    - 6) 16,100 (sixteen thousand one hundred) Series F ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each;
    - 7) 998,300 (nine hundred ninety-eight thousand three hundred) Series G ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each;
    - 8) no less than 1 (one) and no more than 250,000 (two hundred fifty thousand) Series H ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy)

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each;

9) no less than 1 (one) and no more than 500,000 (five hundred thousand) Series H ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each;

§ 5

The Resolution shall become effective upon adoption.

After the voting was closed, the Chairperson announced that in this voting 1 004 812 shares representing 71.55% of the share capital were cast in this voting, in total 1 004 812 valid votes, where:

- 870 712 votes were cast for the resolution,
- 134 100 votes were against,
- there were no abstentions,

therefore, the above resolution was adopted.

## RESOLUTION No. 6/2021 Of the Extraordinary General Meeting QuarticOn Spółka Akcyjna of December 13, 2021

regarding the authorization of the Company's Supervisory Board to adopt the consolidated text of the Company's Articles of Association

§1

Pursuant to Article 430 § 5 of the Commercial Companies Code, the Extraordinary General Meeting of QuarticOn S.A. hereby authorizes the Supervisory Board to adopt the consolidated text of the Company's Articles of Association incorporating the amendments made under Resolutions No 3/2021, 4/2021 and 5/2021 of today's General Meeting. Due to the nature of the resolutions of the Extraordinary General Meeting regarding the increase of the Company's share capital, the Extraordinary General Meeting authorizes the Supervisory Board to successively determine the uniform text of the amended Articles of Association.

§ 2

The Resolution shall become effective upon adoption.

After the voting was closed, the Chairperson announced that in this voting 1 004 812 shares representing 71.55% of the share capital were cast in this voting, in total 1 004 812 valid votes, where:

- 870 712 votes were cast for the resolution,
- 134 100 votes were against,
- there were no abstentions,

therefore, the above resolution was adopted.

Sąd Rejonowy dla m.st. Warszawy, XII Wydział Gospodarczy KRS