

THE ARTICLES OF ASSOCIATION OF MANGATA HOLDING S.A.

(taking into account the amendments introduced by the resolution of the Ordinary General Meeting of the Company of May 29, 2025, Rep. A (register) No. 1934/2025)

§ 1

The Company operates under the business name: MANGATA HOLDING Spółka Akcyjna.

The Company may use the abbreviation: MANGATA HOLDING S. A.

§ 2

1. The Company's registered office is located in Bielsko-Biala.
2. The Company operates in the territory of the Republic of Poland and abroad.

§ 3

The Company operates pursuant to the provisions of the law and the provisions of these Articles of Association.

§ 4

1. The objects of the Company's business activity shall be as follows:
 - 1) 70.10.A Head office activities
 - 2) 70.10.B Shared services centre activities
 - 3) 46.64.Z Wholesale of other machinery and equipment
 - 4) 46.82.Z Wholesale of metals and metal ores
 - 5) 46.87.Z Wholesale of waste and scrap
 - 6) 46.18.Z Activities of agents involved in specialized wholesale of other goods
 - 7) 46.19.Z Activities of agents involved in non-specialized wholesale
 - 8) 46.84.Z Wholesale of metal products and plumbing and heating equipment and accessories
 - 9) 55.90.Z Other accommodation
 - 10) 58.19.Z Other publishing activities, excluding software
 - 11) 58.29.Z Publishing activities in the field of other software
 - 12) 60.39.Z Other content distribution activities
 - 13) 61.10.A Internet traffic exchange activities
 - 14) 61.10.B Other wired, wireless and satellite telecommunications activities
 - 15) 61.20.Z Activity in the field of sale of telecommunications services and intermediation in telecommunications
 - 16) 61.90.A Internet communications activities
 - 17) 61.90.B Other telecommunications activities, not elsewhere classified
 - 18) 62.10.B Other programming activities
 - 19) 62.20.A Cybersecurity activities
 - 20) 62.20.B Other IT consultancy and IT equipment management activities
 - 21) 62.90.Z Other IT and computer technology service activities
 - 22) 63.10.A Data centre colocation and cloud computing activities
 - 23) 63.10.B DNS service activities
 - 24) 63.10.C Activities related to the content delivery network
 - 25) 63.10.D Other service activities in the field of computing infrastructure, data processing, website management (hosting) and related activities
 - 26) 63.92.Z Other information service activities
 - 27) 64.19.Z Other monetary intermediation

- 28) 64.21.Z Holding company activities
 - 29) 64.22.Z Activities of companies raising finance for other entities
 - 30) 64.31.Z Activities of money market funds and investment funds other than money market funds
 - 31) 64.32.Z Activities of trust institutions
 - 32) 64.92.B Other forms of granting loans, not elsewhere classified
 - 33) 64.99.Z Other financial service activities, except insurance and pension funds, not elsewhere classified
 - 34) 66.19.Z Other activities that support financial services, excluding insurance and pension funds
 - 35) 66.30.Z Activities related to fund management
 - 36) 68.11.Z Buying and selling real estate on one's own account
 - 37) 68.20.Z Rental and management of own or leased real estate
 - 38) 69.20.A Accounting and bookkeeping activities
 - 39) 69.20.B Tax consultancy
 - 40) 69.20.C Financial audit activities
 - 41) 70.20.Z Business consulting and other management consulting
 - 42) 71.12.B Other engineering activities and related technical consultancy
 - 43) 71.20.A Research and analysis related to food quality
 - 44) 73.11.Z Advertising agency activities
 - 45) 73.20.Z Market research and public opinion polling
 - 46) 73.30.A Lobbying activities
 - 47) 73.30.B Other public relations and communication activities
 - 48) 74.11.Z Industrial design and fashion design activities
 - 49) 74.12.Z Graphic design and visual communication activities
 - 50) 74.14.Z Other specialized design activities
 - 51) 74.91.Z Patent attorneys' activities and marketing activities
 - 52) 74.99.Z All other professional, scientific and technical activities, not elsewhere classified
 - 53) 77.11.Z Rental and leasing of passenger cars and light motor vehicles, including motorcycles
 - 54) 77.12.Z Rental and leasing of trucks
 - 55) 77.33.Z Rental and leasing of office machinery and equipment and computers
 - 56) 77.39.Z Rental and leasing of other machinery, equipment and tangible goods, not elsewhere classified
 - 57) 77.40.A Activities related to leasing and registration of Internet domain names
 - 58) 77.40.B Leasing of intellectual property and similar products, excluding works protected by copyright
 - 59) 78.10.Z Activities related to job search and recruitment
 - 60) 78.20.Z Temporary employment agency activities and other activities related to providing staff
 - 61) 82.10.Z Activities related to administrative office support, including support activities
 - 62) 82.30.Z Activities related to the organization of fairs, exhibitions and congresses
 - 63) 93.29.B Other entertainment and recreational activities, not elsewhere classified
2. If the Company's undertaking of a specific activity requires, on the basis of separate regulations, obtaining a license or permit or meeting other statutory requirements, the Company shall obtain an appropriate license or permit or meet specific statutory requirements necessary for conducting the given activity before undertaking such activity.

§ 5

1. The Company's share capital amounts to PLN 1,335,370.80 (in words: one million three hundred thirty-five thousand three hundred seventy zlotys and eighty groszy) and is divided into 6,676,854 (in words: six million six hundred seventy-six thousand eight hundred fifty-four) shares with a nominal value of 20 groszy (in words: twenty groszy) each.
2. The Company's share capital consists exclusively of bearer shares, which cannot be converted into registered shares.
3. The shares may be redeemed in the form of voluntary redemption.

§ 6

(deleted)

§ 7

Shares in the share capital were acquired by the founding shareholders in the following manner:
/List of shareholders from 1 to 359 was omitted/.

§ 8

The Company's bodies are:

1. Management Board
2. Supervisory Board
3. General Meeting

§ 9

1. The Management Board consists of one to five members, including the President of the Management Board.
2. The President of the Management Board is elected by the Supervisory Board. Upon the motion of the President of the Management Board, the Supervisory Board appoints the remaining members of the Management Board.
3. Members of the Management Board are appointed for a joint term of office, which lasts five years.
4. Members of the Management Board are dismissed by the Supervisory Board.
5. A member of the Management Board may also be dismissed or suspended from duties by the General Meeting.
6. A member of the Management Board may only be dismissed for important reasons.

§ 10

1. The Management Board of the Company, under the chairmanship of the President, manages the Company's affairs and represents it externally.
2. All matters related to the management of the Company's affairs not reserved by the provisions of the Commercial Companies Code or these Articles of Association to the competence of the General Meeting or the Supervisory Board fall within the scope of the Management Board's activities.
3. The Management Board's regulations shall specify the detailed principles of the Management Board's activities. The Management Board's regulations shall be adopted by the Management Board and approved by the Supervisory Board.

§ 11

1. The following persons are authorized to make declarations of intent within the scope of the Company's property rights and obligations and to sign agreements and obligations on behalf of the Company:
 - 1) the President of the Management Board alone,
 - 2) two members of the Management Board jointly or one member of the Management Board together with a commercial proxy.
2. The provisions of section 1 do not exclude the establishment of a single or joint commercial proxy and do not limit the rights of commercial proxies resulting from the provisions on proxy.

§ 12

1. Agreements with members of the Management Board are concluded on behalf of the Company by the Supervisory Board. The Supervisory Board may authorize, by resolution, one or more members to perform such legal acts based on the text of the agreement previously approved by the Board.
2. The Supervisory Board represents the Company in disputes with a member of the Management Board.

§ 13

1. The Supervisory Board consists of no less than 5 (five) members, including the Chairman, his/her Deputy and the Secretary.
2. Members of the Supervisory Board are appointed by the General Meeting for a joint term of office, which lasts 5 (five) years.
3. The Supervisory Board elects the Chairman, Deputy Chairman and Secretary from among its members.
4. Resolutions of the Supervisory Board are passed by an absolute majority of votes in the presence of at least half of the members of the Supervisory Board, if all members of the Supervisory Board have been invited to the meeting. In the event of an equality of votes, the vote of the Chairman of the Supervisory Board shall be decisive.
5. Members of the Supervisory Board shall exercise their rights and obligations in person.
6. Members of the Supervisory Board may participate in adopting resolutions of the Supervisory Board by casting their vote in writing through another member of the Supervisory Board. Casting a vote in writing may not concern matters introduced to the agenda at a meeting of the Supervisory Board.
7. Meetings of the Supervisory Board shall be convened by means of notifications sent by registered letters or by electronic mail to the address indicated by the member of the Supervisory Board, no later than 14 days before the date of the meeting.
8. The Supervisory Board may hold a meeting despite the lack of formal convening referred to in paragraph 7, if all members of the Supervisory Board are present and no one objects to holding the meeting or a member of the Board, having been notified of the meeting, declares that he or she consents to holding it despite his or her absence.
9. The Supervisory Board may also pass resolutions in writing or using means of direct remote communication (teleconferences, videoconferences, etc.). In such a case, it is assumed that the place of holding the meeting and drawing up the minutes is the place of stay of the Chairman or Deputy Chairman, depending on who chairs the meeting. Resolutions passed in writing or using means of direct remote communication are valid when all members of the Board have been notified of the content of the draft resolution.
10. The Supervisory Board adopts its regulations specifying the detailed procedure of operation of the Supervisory Board, its organization and the method of adopting resolutions.

§ 14

1. The Supervisory Board exercises constant supervision over the Company's activities in all areas of its activity.

2. Taking into account the remaining provisions of the Company's Articles of Association and the provisions of the Commercial Companies Code, the specific duties of the Supervisory Board include:
- a) assessment of the Management Board's report on the Company's activities and the Company's financial statements in terms of their compliance with the books and documents, as well as with the actual state of affairs and, in the case where the Company has subsidiaries, also assessment of the consolidated financial statements and the report on the activities of the capital group;
 - b) assessment of the Management Board's motions regarding the distribution of the Company's profit or coverage of the loss;
 - c) submission to the general meeting of an annual written report on the results of the assessment referred to in points a) and b) above;
 - d) suspension for important reasons of individual or all members of the Management Board and delegating members of the Supervisory Board for a period not longer than three months to temporarily perform the duties of members of the Management Board who have been dismissed, have resigned or are unable to perform their duties for other reasons;
 - e) approval of the Management Board's regulations;
 - f) expressing consent to join partnerships, as well as to acquire and buy shares or stocks of capital companies, including the establishment of new companies;
 - g) expressing consent to the disposal or encumbrance of shares (or fractions thereof) or stocks in other companies;
 - h) expressing consent to the establishment of branches of the Company by the Management Board;
 - i) establishing the principles of remuneration of members of the Management Board;
 - j) selecting an auditor authorized to audit the Company's financial statements and the consolidated financial statements of the capital group in the event that the Company has subsidiaries;
 - k) selection of an auditor authorized to certify the Company's sustainable development reporting and the capital group's sustainable development reporting, in the event that the Company is required to prepare sustainable development reporting;
 - l) expressing consent to the acquisition or disposal or encumbrance with a limited property right of ownership or perpetual usufruct of real estate or a share in the right of ownership or perpetual usufruct, as well as expressing consent to the transfer of ownership of real estate by another entity as security;
 - m) expressing consent to the conclusion by the company of an investment or service underwriting agreement, as referred to in Article 433 § 3 of the Commercial Companies Code;
 - n) approving annual budgets;
 - o) expressing consent to the disposal, lease or tenancy, encumbrance with a limited property right or other encumbrance, by way of one or several interconnected legal acts, of property with a value exceeding 5% of the value of fixed assets resulting from the last approved balance sheet of the Company;
 - p) expressing consent for the Company to take out a credit, loan or other debt, including taking out off-balance sheet liabilities exceeding PLN 500,000 (five hundred thousand zlotys) or PLN 1,000,000 (one million zlotys) at one time during the year (in the event that the liability is incurred as part of several related transactions), with the exception of expenses specified in the approved annual budget or incurred in the course of the Company's ordinary business;
 - q) expressing consent for the acquisition or subscription of debt securities or the expenditure of amounts exceeding PLN 500,000 (five hundred thousand zlotys) or PLN 1,000,000 (one million zlotys) at one time during the year (in the event that the liability is incurred as part of several related transactions), with the exception of expenses specified in the approved annual budget or incurred in the course of the Company's ordinary business;

- r) expressing consent to the granting by the Company of a loan or guarantees of performance of an obligation by another entity with a value exceeding the amount of PLN 500,000 (five hundred thousand zlotys) or PLN 1,000,000 (one million zlotys) at one time during the year, with the exception of granting by the Company of so-called trade credits and loans and other receivables provided for in the approved annual budget of the Company.

§ 15

1. The Board may delegate its members to independently perform specific supervisory activities.
2. Members of the Supervisory Board delegated to permanent individual performance of supervision receive separate remuneration, the amount of which is determined by the General Meeting.

§ 16

1. The General Meeting may be Ordinary or Extraordinary.
2. An Ordinary Shareholders' Meeting should be held within 6 (six) months after the end of each financial year.
3. An Extraordinary General Meeting is convened in the cases specified in the provisions of the Commercial Companies Code or in the Articles of Association, as well as when the bodies or persons authorized to convene an Extraordinary General Meeting deem it advisable.
4. The General Meeting is convened by the Management Board.
5. An Ordinary General Meeting may be convened by the Supervisory Board if the Management Board fails to convene it within the time specified in section 2 above.
6. An Extraordinary General Meeting may be convened by:
 - a) the Supervisory Board, if the Supervisory Board deems its convening advisable,
 - b) shareholders representing at least half of the share capital or at least 50% of all votes at the General Meeting. In such a case, the Shareholders shall designate the Chairman of the General Meeting.
7. A shareholder or shareholders representing at least one twentieth (1/20) of the share capital may request the convening of an Extraordinary General Meeting and the inclusion of specific matters on the agenda of such Meeting. The request to convene an Extraordinary General Meeting should be submitted to the Management Board in writing or in electronic form to the address provided on the Company's website. If the Extraordinary General Meeting is not convened within two weeks of the date of submitting the request to the Management Board, the registry court may authorize the shareholders submitting this request to convene an Extraordinary General Meeting. The court shall appoint the chairman of such Meeting.

§ 17

1. The General Meeting may adopt resolutions only on matters included in the agenda.
2. The agenda is established by the Management Board of the Company.
3. A shareholder or shareholders representing at least one twentieth of the share capital may request the inclusion of specific matters on the agenda of the next General Meeting. The request should be submitted to the Management Board no later than twenty-one days before the scheduled date of the meeting. The request should include a justification or a draft resolution concerning the proposed agenda item. The request may be submitted electronically. The Management Board is obliged to immediately, but no later than eighteen days before the scheduled date of the General Meeting, announce changes to the agenda introduced at the request of shareholders.
4. A shareholder or shareholders of a public company representing at least one twentieth of the share capital may, before the date of the General Meeting, submit to the Company in writing or using electronic means of communication draft resolutions concerning matters included in the agenda of the General Meeting or matters that are to be introduced to the agenda.

The Company shall immediately publish draft resolutions on its website. Each shareholder may submit draft resolutions concerning matters included in the agenda during the General Meeting.

5. General Meetings are held at the Company's registered office or in Warsaw.

§ 18

The General Meeting may adopt resolutions regardless of the number of shareholders present and shares represented, unless the provisions of the Commercial Companies Code or these Articles of Association provide otherwise.

§ 19

1. Resolutions of the General Meeting shall be passed by an absolute majority of votes, unless the provisions of the Commercial Companies Code or these Articles of Association provide otherwise.
2. In the case provided for in Article 397 of the Commercial Companies Code, a majority of three-quarters of the votes cast is required for a resolution to dissolve the Company.
3. Voting at General Meetings is open. Secret ballots are ordered for elections and motions to dismiss members of the Company's governing bodies or liquidators, or to hold them accountable, as well as in personal matters and at the request of at least one of the shareholders present or represented at the General Meeting.
4. The General Meeting may adopt a resolution to waive the secrecy of voting in matters concerning the election of a committee appointed by the General Meeting.

§ 20

1. The following require a resolution of the General Meeting:
 - 1) consideration and approval of the Management Board's report on the Company's activities and the financial statements for the previous financial year;
 - 2) consideration and approval of the report on the activities of the capital group and the consolidated financial statements in the event that the Company is obliged to prepare them,
 - 3) adoption of a resolution on the distribution of profit or coverage of loss,
 - 4) granting discharge to members of the company's bodies for the performance of their duties,
 - 5) appointment and dismissal of members of the Supervisory Board and determination of the number of members of the Supervisory Board,
 - 6) determination of remuneration of members of the Supervisory Board,
 - 7) amendment of the Company's Articles of Association,
 - 8) transformation, division or merger of the Company with another Company,
 - 9) a decision regarding claims for compensation for damage caused during management or supervision,
 - 10) sale and lease of an enterprise or its organized part and establishment of a limited property right thereon,
 - 11) issue of convertible bonds or bonds with priority rights and issue of subscription warrants referred to in Art. 453§ 2,
 - 12) acquisition of own shares in the case specified in Art. 362 § 1 item 2 of the Commercial Companies Code and authorization to acquire them in the case specified in art. 362 § 1 item 8 of the Commercial Companies Code,
 - 13) dissolution and liquidation of the Company,
 - 14) creation, liquidation and determination of the principles of use of earmarked funds,
 - 15) other matters which, in accordance with the provisions of these Articles of Association or the provisions of the Commercial Companies Code, fall within the competence of the General Meeting.

2. The acquisition and disposal of real estate, perpetual usufruct or a share in real estate does not require the consent of the General Meeting. In such a case, the consent of the Supervisory Board is required in accordance with § 13 sec. 2 item l).
3. Conclusion of an investment or service underwriting agreement, specified in Article 433 § 3 of the Commercial Companies Code, does not require a resolution of the General Meeting. In such a case, the consent of the Supervisory Board is required in accordance with § 13 sec. 2 item m).

§ 21

A change in the objects of the Company's business activity shall be made without the buyout of shares of shareholders who do not agree to the change, provided that the resolution is adopted by a majority of 2/3 (two thirds) of votes in the presence of shareholders representing at least half of the Company's share capital.

§ 22

1. The Company's financial year is the calendar year.
2. The Company's first financial year ends on December 31, 1991.

§ 23

1. Within the framework of equity capital, the Company creates the following capitals:
 - 1) share capital,
 - 2) reserve capital,
 - 3) other capitals provided for by law.
2. Reserve capital is created to cover the Company's balance sheet losses. Annual write-offs shall be made to the reserve capital, in an amount of no less than 8% (eight percent) of the net annual profit, until the reserve capital reaches an amount equal to 1/3 of the share capital.
3. Other capital (including reserve capital or earmarked funds) may be created by the Company pursuant to a resolution of the General Meeting to cover individual expenses or losses.

§ 24

1. The Management Board of the Company is obliged to prepare an annual financial statements in accordance with generally applicable regulations and submit it to the Supervisory Board of the Company. The Management Board of the Company is obliged to prepare and submit to the Supervisory Board a written report on the Company's activities in that period, verified in accordance with Polish law and accounting principles by auditors from an independent accounting firm selected by the Supervisory Board.
2. deleted.

§ 25

1. The Company's net profit may be allocated in particular to:
 - 1) write-offs for reserve capital,
 - 2) dividends for shareholders,
 - 3) write-offs to increase reserve capital created in the Company,
 - 4) other purposes specified in a resolution of the General Meeting
2. The dividend date and the dividend payment date are set by the General Meeting.
3. The Management Board of the Company may, with the consent of the Supervisory Board, pay shareholders advances on dividends.

§ 26

The Company publishes its announcements in the "Monitor Sądowy i Gospodarczy".