

CURRENT REPORT FILED WITH THE POLISH FINANCIAL SUPERVISION AUTHORITY IN WARSAW

DATE: 23 April 2024

Subject: [Registration of amendments to RAFAKO S.A. Articles of Association \[Current Report No. 16/2024\]](#)

Text of the report:

Further to Current Reports

- (1) No. 128/2023 of 21 December 2023 presenting the resolutions passed by the Extraordinary General Meeting of RAFAKO S.A. on 21 December 2023; and
- (2) No. 11/2024 of 23 February 2024 announcing the court's refusal to register the amendments to the RAFAKO S.A. Articles of Association,

the Management Board of RAFAKO S.A. of Racibórz (the "**Company**") announces that on 23 April 2024 it was notified that on 19 April 2024 the District Court of Gliwice, 10th Commercial Division of the National Court Register, had registered the amendments to Art. 27.2 of the Company's Articles of Association passed by Resolutions No. 11, 12 and 13 of the Extraordinary General Meeting on 21 December 2023.

Following the registration of the amendments, Art. 27.2 of the Company's Articles of Association now reads as follows:

"A resolution of the General Meeting concerning a change of the share capital amount, including a conditional share capital increase and authorisation of the Management Board to increase the share capital within the authorised limit, issue of any securities entitling their holders to acquire or subscribe for Company shares or entitling them to exchange or convert such securities into Company shares (in particular, subscription warrants, bonds with pre-emptive rights or convertible bonds), or a full or partial waiver of the existing shareholders' pre-emptive rights over Company shares or such securities shall require, besides the fulfilment of any other requirements for the adoption of the General Meeting's resolution under the Company's Articles of Association and the provisions of applicable law, approval, to be granted in writing on pain of invalidity, from: (i) PFR Fundusz Inwestycyjny Zamknięty Aktywów Niepublicznych, and (ii) PBG spółka akcyjna w restrukturyzacji w likwidacji (in restructuring in liquidation) (KRS No.: 0000184508), and – if that company ceases to be a shareholder in RAFAKO S.A. – from: PBG Operator spółka z ograniczoną odpowiedzialnością (KRS No.: 0000353785)."

The registration of the amendments to the Company's Articles of Association took place following an appeal filed by the Company and PBG spółka akcyjna w restrukturyzacji w likwidacji (in restructuring in liquidation) (KRS No.: 0000184508) against the court officer's decision of 22 February 2024 refusing to register the amendments to the Company's Articles of Association, as announced by the Company in Current Report No. 11/2024 of 23 February 2024.

The consolidated text of the Company's Articles of Association incorporating the amendments to Art. 27.2, prepared by the Company's Supervisory Board on 9 February 2024, is attached to this Current Report.

Legal basis:

Art. 56.1.2 of the Act on Public Offering, and Sections 5.1) and 6 of the Minister of Finance's Regulation on current and periodic information to be published by issuers of securities and conditions for recognition as equivalent of information whose disclosure is required under the laws of a non-member state, dated 29 March 2018.

Robert Kuraszkiewicz – President of the Management Board
Andrzej Marciniak – Member of the Management Board