



ARTIFEX MUNDI

Current report no. 22/2024

Date: June 27, 2024

Subject: Registration of amendments to Artifex Mundi's articles of association by the Court and the current consolidated text of Artifex Mundi's articles of association.

Legal basis: Article 56(1)(2) of the Act on Public Offering – current and periodic information

Text of the report:

The Management Board of Artifex Mundi S.A., with its registered office in Katowice [the "Company"], with reference to the text of resolution no. 21/2024 adopted by the Company's Annual General Meeting on June 12, 2024 published under current report no. 18/2024, informs that on June 26, 2024 it received the judicial decision issued by the District Court Katowice-Wschód in Katowice, 8th Commercial Division of the National Court Register, regarding the registration of the amendment to the Company's articles of association.

The text of the amended or new provisions of the articles of association:

[1] The second sentence, which was deleted from § 7 subparagraph 3 of the Company's articles of association, reads as follows: *"Non-dematerialized shares may be issued in collective share certificates."*

[2] The sentence that was added at the end of § 15[1] subparagraph 1 of the Company's articles of association reads as follows: *"The term of the Conflict of Interests may be rendered more specific in the rules and regulations of the Supervisory Board."*

[3] The provision of § 15[1] subparagraph 4 was added to the Company's articles of association and reads as follows: *"Members of the Supervisory Board should always consider the interests of the Company. A Member of the Supervisory Board should avoid undertaking any professional or personal activities that could result in Conflict of Interests or adversely affect his or her reputation as a member of the Company's governing body."*

[4] The provision of § 15[1] subparagraph 5 was added to the Company's articles of association and reads as follows: *"Should any objective Conflict of Interests arise, the Supervisory Board may, according to the rules and within the scope set out in the Rules of Procedure of the Supervisory Board, elect to exclude a particular Member of the Supervisory Board from the resolution of the matter, in which the Conflict of Interests arose, including by not providing the materials regarding the meeting together with the invitation or by voting in lieu of a meeting, including draft resolutions of the Supervisory Board to the extent that they relate to the Conflict of Interests. The adoption of the resolution referred to in the previous sentence does not need to be included in the agenda and shall be effected irrespective of objections, if any, raised by Members of the Supervisory Board participating in the meeting as to the adoption thereof."*

[5] The provision of § 15[1] subparagraph 6 was added to the Company's articles of association and reads as follows: *"Members of the Supervisory Board cannot, without the approval of the Supervisory Board given in the form of a resolution, engage in any competitive business activities or participate in any competitive company or partnership as a partner in a civil law partnership, partnership or as a member of a company's governing body or participate in another competitive legal person as a member of its governing body. The above prohibition shall also apply to participation in any competitive*



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company performing business activities in the area of production or distribution of [i] hidden object or [ii] RPG free-to-play mobile games if a Member of the Supervisory Board holds at least 10% of shares therein or the right to appoint at least one member of such company's management board. The above shall not apply to any subsidiaries within the meaning of the accounting principles applicable to the Company."

[6] The provision of § 15[1] subparagraph 7 was added to the Company's articles of association: *"At least two Members of the Supervisory Board shall meet the independence criteria set out in the Act on Statutory Auditors, Audit Firms and Public Oversight of 11 May 2017 as well as shall not have any actual and material relationships with a shareholder holding at least 5% of the overall number of votes in the company. The actual and material relationships with the shareholder holding at least 5% of the overall number of votes in the company shall be construed as economical, family, or any other relationships that may affect the position adopted by a member of the Supervisory Board in a matter resolved by the Supervisory Board.*

[7] The text of the provision of § 16 subparagraph 4 of the Company's articles of association was deleted and replaced with the following provision: *"A meeting of the Supervisory Board shall be convened through invitations sent to all members of the Supervisory Board five [5] days before the scheduled date of a meeting to the address for correspondence provided in a written declaration made by a member of the Supervisory Board to the Company. If it is necessary to adopt the resolution referred to in § 15[1] subparagraph 5 or for important reasons [described in the invitation], the time limit referred to in the previous sentence may be shortened to two [2] days. If an e-mail address is provided in the above declaration, invitations to meetings of the Supervisory Board shall be sent to such member of the Supervisory Board in electronic form. Any materials relating to a meeting of the Supervisory Board shall be sent no later than one day before the date of the meeting or voting."*

The Company submits the attached consolidated text of its articles of association only in Polish on the Polish version of the website.