

Amendments to the Articles of Association of the Company made on the basis of resolution no.32 of the Ordinary General Meeting on 27 June 2023:

1. § 4 p. 2 is replaced by the following:

„2. The duration of the Company is indefinite.“

2. § 5 is replaced by the following:

„§ 5

The object of the Company's activity is:

1. Manufacture of rubber tyres and tubes; retreading and reconditioning of rubber tyres 22.11.Z

2. Manufacture of other rubber products 22.19.Z

3. Manufacture of machinery for the treatment of rubber or plastics and the manufacture of articles made from these materials 28.96.Z

4. Repair and maintenance services for machinery 33.12.Z

5. Repair and maintenance services for electronic and optical equipment 33.13.Z

6. Repair and maintenance services for electrical equipment 33.14.Z

7. Installation services for industrial machinery, equipment and equipment 33.20.Z

8. Electricity generation 35.11.Z

9. Transmission of electricity 35.12.Z

10. Electricity distribution 35.13.Z

11. Generation and supply of steam, hot water and air for air conditioning systems 35.30.Z

12. Water abstraction, treatment and supply 36.00.Z

13. Maintenance and repair of motor vehicles, except motorcycles 45.20.Z

14. Wholesale of parts and accessories for motor vehicles, except motorcycles 45.31.Z

15. Retail sale of parts and accessories for motor vehicles, except motorcycles 45.32.Z

16. Wholesale of chemical products 46.75.Z

17. Other specialized wholesale 46.7

18. Other retail sales in non-specialized stores 47.19.Z

19. Tourist accommodation and places of short-term accommodation 55.20.Z

20. Other catering services 56.29.Z

21. Other inland passenger transport n.e.c. 49.39.Z

22. Road transport of goods 49.41.Z

23. Storage and storage of other goods 52.10.B

24. Activities of other transport agencies 52.29.C

25. Research and development in other natural and technical sciences 72.19.Z

26. Other business and management consulting 70.22.Z

27. Engineering activities and related technical consultancy 71.12.Z

28. Other professional, scientific and technical activities n.e.c. 74.90.Z.“

3. § 6 is replaced by the following:

„§ 6

1. The Company's share capital is divided into 13,802,750 (thirteen million eight hundred two thousand seven hundred fifty) shares with a nominal value of PLN 8 (say: eight) each.

2. The share capital amounts to PLN 110,422,000.00 (in words: one hundred ten million four hundred twenty two thousand).“

4. in § 6A:

a) p. 7 is replaced by the following:

„7. If the Management Board of the Company, with the consent of the Supervisory Board, deprives the shareholders of the pre-emptive right (in whole or in part) of shares issued as part of the share capital increase within the limits of the authorized capital, the Management Board of the Company will offer the issued shares in private subscription within the meaning of art. 431 § 2 point 1 of the Commercial Companies Code”.

b) p. 9 is replaced by the following:

„9. The Management Board of the Company may not issue preference shares to shareholders holding shares in connection with the share capital increase within the authorized capital, nor may it grant them personal privileges”.

5. § 10 p. 1 is replaced by the following:

„1. The Management Board of the Company consists of 3 to 7 people. The term of office of a member of the Management Board is three years (term of office). Members of the Management Board shall be appointed for a joint term of office. The term of office shall begin on the day of the election. The mandate of a member of the Management Board expires at the latest on the date of the General Meeting approving the financial statements for the last full financial year of performing the function of a member of the Management Board”.

6. § 11 p. 2 is replaced by the following:

„2. All matters related to the running of the Company not reserved by the Act or these Articles of Association to the competence of the General Meeting or the Supervisory Board belong to the scope of activity of the Management Board.”

7. § 13 is replaced by the following:

„§ 13

1. All members of the Management Board are obliged and entitled to jointly manage the Company's affairs.

2. For the validity of resolutions of the Management Board, the presence at least of half of the Management Board is required at the meeting. Resolutions of the Management Board may be adopted if all members have been properly notified of the meeting of the Management Board.

3. Resolutions of the Management Board are adopted by an absolute majority of votes. In the event of a tie, the President of the Management Board shall have the casting vote.

4. The President of the Management Board, and in his absence another member of the Management Board nominated by him, manages the work of the Management Board, in particular determines the division of duties among the members of the Management Board, convenes meetings of the Management Board, sets the agenda and chairs them.

5. The meeting of the Management Board may also be attended using means of direct remote communication.

6. The Management Board may adopt resolutions in writing or using means of direct remote communication, including by e-mail.

7. Members of the Management Board may participate in adopting resolutions of the Management Board by casting their vote in writing through another member of the Management Board.”

8. in § 14:

a) p. 1 is replaced by the following:

„1. The Supervisory Board consists of 5 to 9 members. The period of holding the function of a member of the Supervisory Board may not be longer than one year (term of office). Members of the Supervisory Board are appointed for a joint term of office. The term of office shall begin on the date of appointment. The mandate shall expire at the latest on the date of the General Meeting approving the financial statements for the year in which the term of office began. “

b) p. 4 is replaced by the following:

„4. If the seat of a member of the Supervisory Board elected by the General Meeting becomes vacant, the Supervisory Board shall, within 15 days from the moment of becoming aware of this circumstance, supplement its composition by co-optation.“

c) p. 5 is replaced by the following:

„5. If the seat of a member of the Supervisory Board elected by the Company's employees becomes vacant, the Supervisory Board shall order by-elections within 15 days from the moment of becoming aware of this circumstance. By-elections shall be held in accordance with the procedure specified in the Regulations referred to in paragraph 3 and shall be held within a period not exceeding one month from their order by the Supervisory Board. However, until the number of members of the Supervisory Board is supplemented by a person elected from among the employees, resolutions of the Supervisory Board are valid, unless it violates art. 385 § 1 of the Commercial Companies Code.“

9. § 15 is replaced by the following:

„§ 15

1. The Supervisory Board elects from among its members the Chairman of the Supervisory Board and his Deputy, and if necessary also the Secretary of the Board.

2. The Chairman of the Supervisory Board, and in his absence the Deputy Chairman, convenes and chairs meetings of the Supervisory Board. In the absence of the Chairman and the Vice-Chairman, the meeting shall be convened and chaired by the Secretary of the Supervisory Board, if elected.

3. The Chairman of the Supervisory Board of the previous term of office convenes and opens the first meeting of the newly elected Supervisory Board and chairs it until the Chairman is elected. In the absence of the Chairman of the previous term of office, the actions indicated in the previous sentence shall be taken by the Deputy Chairman of the previous term of office, and in their absence, by the Secretary of the Supervisory Board of the previous term of office, if elected.

4. The oldest member of the Supervisory Board shall convene a meeting of the Supervisory Board if during the term of office the Supervisory Board loses the Chairman, the Deputy Chairman and the Secretary of the Supervisory Board as a result of the expiry of their mandates during the term of office. The oldest member of the Supervisory Board chairs the proceedings of the Supervisory Board until the Chairman is elected.

5. The Supervisory Board may dismiss the Chairman, his Deputy and the Secretary of the Board.“

10. § 16 is replaced by the following:

„§ 16

1. The Supervisory Board should be convened as necessary, but at least in every quarter of the financial year.

2. The Management Board or a member of the Supervisory Board may request that a meeting of the Supervisory Board be convened, providing the proposed agenda. The Chairman of the Supervisory Board, and in his absence the Deputy Chairman, convenes a meeting with the agenda in accordance with the request, which shall take place no later than within two weeks from the date of receipt of the request.

3. For resolutions of the Supervisory Board to be valid, it is required to invite all members of the Supervisory Board and to be present at the meeting of at least half of the Supervisory Board.

4. Resolutions of the Supervisory Board are adopted by an absolute majority of votes.

5. In the event of a tie, the Chairman of the Supervisory Board shall have the casting vote.

6. Meetings of the Supervisory Board may be conducted using means of direct remote communication.

7. The Supervisory Board may adopt resolutions in writing or using means of direct remote communication. A resolution is valid when all members of the Supervisory Board have been notified of the content of the draft resolution and at least half of the members of the Board have participated in adopting the resolution. Members of the Supervisory Board may participate in adopting resolutions by casting their vote in writing through another member of the Supervisory Board. Voting in writing may not concern matters introduced into the agenda at a meeting of the Supervisory Board.

8. During the meeting, the Supervisory Board may also adopt resolutions on matters not included in the proposed agenda, if none of the members of the Supervisory Board participating in the meeting objects to it.

9. The Supervisory Board adopts its bylaws, which specify in detail the procedure for its conduct."

11. § 17 is replaced by the following:

„§ 17

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

2. In addition to matters reserved by the provisions of these Articles of Association, special powers of the Supervisory Board include:

1) audit of financial statements,

2) audit of the Management Board's report and the Management Board's motions regarding the distribution of profits or coverage of losses,

3) preparing and submitting to the General Meeting an annual written report for the previous financial year (report of the Supervisory Board),

4) consent to the establishment or accession to a company or consortium,

5) granting consent to the acquisition or disposal by the Company of shares in companies or to the acquisition of branches of companies,

6) granting consent to the sale of an organized part of the Company's property, subject to the provisions of art. 393 points 3 and 4 of the Commercial Companies Code,

7) granting consent for the Company to perform other legal acts obliging or disposing of the Company's fixed assets, including the purchase and disposal of real estate, if the unit value of the legal transaction transfers the PLN equivalent of USD 500,000 (say: five hundred thousand) or, in the case of related activities performed within the next twelve months, the value of these activities transfers the PLN equivalent of USD 1,000,000 (in words: one

million) USD and the conclusion of management agreements, mutual agreements, patent companies and licensing agreements or long-term cooperation agreements,

- 8) granting consent to encumber the Company's property with a value transferring the PLN equivalent of USD 1,000,000 (in words: one million) or granting a guarantee for an amount transferring the PLN equivalent of the same amount for a period exceeding twelve consecutive months;
- 9) determining remuneration for members of the Supervisory Board delegated to temporarily perform the duties of members of the Management Board,
- 10) giving written opinions on motions submitted to the General Meeting on matters specified in § 26 section 1 of these Articles of Association,
- 11) suspending a member of the Management Board or the entire Management Board for important reasons,
- 12) delegating a member or members to temporarily perform the duties of members of the Company's Management Board in the event of dismissal, resignation of members of the Management Board or the entire Management Board or when members of the Management Board for other reasons cannot perform their duties.
- 13) approval of the regulations of the Company's Management Board,
- 14) Appointment of a statutory auditor to audit financial statements.

3. The supervisory board may adopt a resolution on the examination at the company's expense of a specific matter concerning the company's activities or its assets by an elected adviser (advisor to the supervisory board). An advisor to the Supervisory Board may also be selected to prepare specific analyses and opinions on the principles set out in the Commercial Companies Code. The General Meeting is authorized to determine the maximum total cost of remuneration of advisers of the Supervisory Board that the Company may incur during the financial year."

12. § 18 is replaced by the following:

„§ 18

1. Members of the Supervisory Board exercise their rights and duties personally.
2. The remuneration for members of the Supervisory Board is determined by the General Meeting."

13. § 21 is replaced by the following:

„§ 21

1. General Meetings are held in Warsaw or at the Company's registered seat.
2. Participation in the General Meeting may also be taken by means of electronic communication, if such a form of participation is provided for by the convener of the General Meeting".

14. § 26 p. 1 item 7) is replaced by the following:

„7) issuance of convertible or pre-emptive bonds and issue of subscription warrants,"

15. § 32 p. 4 is replaced by the following:

„4. The date of determining the rights to dividend as well as the date of dividend payment are specified by the General Meeting. The date of determining the rights to dividend may be set for a day falling not earlier than five days and not later than three months from the date of adoption of the resolution on the distribution of profit."