

**Current Report No.:** 14/2025

**Release date:** 13/02/2025

**Subject:** Registration of changes to the Company's Articles of Association

**Legal basis:** Article 56 (1) (2) of the Offering Act – current and interim disclosures

**Text of the report:**

The Management Board of ACTION S.A. (hereinafter also referred to as the "Issuer", "Company") hereby notifies that today, on 13 February 2025, it has received information on the registration on 12 February 2025 by the District Court for the Capital City of Warsaw in Warsaw, 14th Commercial Division of the National Court Register of changes to the Company's Articles of Association in the register of entrepreneurs.

The amendments to the Issuer's Articles of Association registered in the court were made on the basis of Resolutions No. 5 and 6 of the Extraordinary General Meeting of the Company of January 9, 2025, the content of which was published in Current Report No. 4/2025 of January 9, 2025 and include:

1. Amendment of §14 sec. 1 item 8) of the Company's Articles of Association.

The current wording of §14 sec. 1 item 8) of the Company's Articles of Association, worded as follows:

*"8) An Independent Member may not hold a position on the Supervisory Board for more than three terms;"*

replaced with the following:

*"8) An Independent Member must not be a Member of the Company's Management Board or a member of a related company as defined in the Commercial Companies Code, or a commercial proxy of the Company or any of its related companies within the previous five years;"*

2. Amendment of §15 sec. 2 item 15) of the Company's Articles of Association.

The current wording of §15 sec. 2 item 15) of the Company's Articles of Association, worded as follows:

*"15) the selection of the auditor conducting the audit of the Company's financial statements. A resolution on the selection of the auditor conducting the audit of the financial statements may be adopted if at least one Independent Member has expressed consent to the selection of the auditor. An objection by an Independent Member to the proposal to select the auditor should be justified in writing."*

replaced with the following:

*"15) the selection of an audit firm to audit the financial statements and the selection of an audit firm to attest sustainability reporting. Resolutions on the selection of an audit firm to carry out the audit or attestation of sustainability reporting may be adopted if at least one Independent Member has agreed to the selection of the audit firm. The Independent Member's objection to a proposal to select an audit firm should be justified in writing."*