

Current Report EBI No. 16/2021

Date: 2021-12-07

Name: QUARTICON S.A.

Subject: Consolidated text of the Company's Articles of Association

Content:

The Management Board of QuarticOn S.A. ["Company", "Issuer"] informs that Supervisory Board of the Company drawn up consolidated text of the Company's Articles of Association, the content of which is attached by the Issuer to this current report.

At the same time, the Company informs that the attached consolidated text of the Company's Articles of Association includes the changes made by Resolution No. 3 of the Extraordinary General Meeting of QuarticOn S.A. of 5 May 2021 on the amendment of the Company's Articles of Association and the authorisation of the Company's Management Board to increase the share capital within the authorised share capital limit, with an option to deprive existing shareholders of their subscription rights, which consisted in adding a new § 5b after § 5a of the Company's Articles of Association, reading as follows:

„1. The Management Board shall be authorised to increase the Company's share capital through one or several capital increases by no more than PLN 25,000.00 (twenty five thousand zloty) by issuing no more than 250,000 (two hundred fifty thousand) new shares of the Company of the individual series (authorised share capital).

2. The authorisation to increase the Company's share capital within the authorised share capital limit and to issue new shares within the limit set in § 1 (1) above shall be given for the period until 31 December 2021.

3. The Management Board shall require the Supervisory Board's approval for each increase in the Company's share capital within the authorised share capital limit set in § 1 (1) above.

4. Shares issued within the authorised share capital limit may be subscribed for against contributions in cash and in kind. Each Management Board's resolution on the issue of shares against contributions in kind shall require the Supervisory Board's approval.

5. Each Management Board's resolution on setting the issue price shall require the Supervisory Board's approval. The issue price for all issues within the authorised share capital limit may not be lower than 80% of the current market price of the shares, calculated as the average share price for the month preceding the Management Board's resolution, rounded to the whole 10 groszy.

6. The Management Board shall be authorised to make any decisions required in respect of the share capital increase within the authorised share capital limit, and in particular to:

- 1) set the number of shares to be issued as series;
- 2) set the number of individuals to whom the individual stock issues will be offered;
- 3) set the subscription date(s), unless the subscription right is excluded;
- 4) amend the Articles of Association as required for increasing the Company's share capital within the authorised share capital limit, and for establishing the consolidated text which incorporates such amendments;
- 5) define any other terms in respect of share subscription;

6) have the shares dematerialised and to conclude with Krajowy Depozyt Papierów Wartościowych S.A. Share Registration Agreements; agreements for keeping a register of shareholders or other agreements;

7) have the shares floated through the NewConnect alternative trading system.

7. Subject to the Supervisory Board's approval, the Company's Management Board may deprive existing shareholders of their subscription rights to all or part of new shares (subscription rights) in relation to each share capital increase within the authorised share capital limit.

8. The Management Board's authorisation to increase the share capital within the authorised share capital limit shall be without prejudice to the General Meeting's right to effect an ordinary share capital increase while the Management Board is exercising that authorisation."

Abovementioned amendment to the Articles of Association was registered by the District Court for the city of Warsaw in Warsaw, XII Economic Division of the National Court Register.

Legal ground: § 4 sub-paragraph 2 point 2) and § 1 sub-paragraph 1 point 2) of the Exhibit 3 to the Alternative Trading System Rules „Current and Periodical Information in the Alternative Trading System on the NewConnect Market”.

Signatures of persons representing the Company:

Paweł Wyborski - CEO

Michał Giergielewicz - CFO

