Drawn up on: 21/07/2025

Current report No.: 18/2025

Subject: **Information on registration of changes in the Company Articles of Association**

Legal basis:
Article 56.1.2 of the Public Offering Act - current and periodic information

Report contents:

The Management Board of OnDE S.A. with its registered office in Toruń ("Issuer") informs that on 21 July 2025 it became aware that on 24 June 2025 the District Court in Toruń, 7th Commercial Division of the National Court Register (KRS) had registered changes to the Company Articles of Association made under the resolution No. 20/2025 of the General Meeting of ONDE S.A. of 22 May 2025.

Changes concern Article 12.3 and Article 15.2 of the Articles of Association of ONDE S.A. Below the Issuer provides the previous and the current content of Article 12.3 and Article 15.2 of the Articles of Association of ONDE S.A.

previous wording of Article 12.3 of the Articles of Association of ONDE S.A.:

Article 12

3. The Supervisory Board competences include:
    1) approving long-term strategic plans of the Company;
    2) approving of annual material and financial plans of the Company;
    3) approving of investment plans of the Company;
    4) granting consents for purchase, sale, and encumbering of real estate or perpetual usufruct, or a share in a real estate or perpetual usufruct;
    5) granting consents for establishing and dissolving plants and branches;
    6) granting consents for the Company to grant guarantees, sureties, issuing bonds and contracting other off-balance sheet liabilities of an individual value exceeding EUR 2,000,000.00 (in words: two million euros), except for: guarantees related to normal operations, issued on the Company request by financial institutions;

7) granting consents for capital investments of a value exceeding EUR 100,000.00 (words: one hundred thousand euro), excluding financial deposits, treasury bills and bonds issued in Poland or in countries in the area of the Company operations;
8) granting consents for purchase, sale, and encumbering of shares or stocks in other entities;
9) agreeing a way of voting by the Company representatives to bodies of subsidiaries and affiliates on issues of appointing and dismissing members of authorities of subsidiaries and affiliates, dissolving or liquidation of these companies, change in the enterprise line of business, splits or mergers of subsidiaries and affiliates;
10) granting consents for undertaking all activities not related to the Company line of business and extraordinary activities of a value exceeding an equivalent of EUR 100,000.00 (one hundred thousand euro);
11) granting consents for investments exceeding EUR 100,000.00 (one hundred thousand euro), unless these investments are included in an investment plan approved by the Supervisory Board;
12) granting consents for concluding rental, lease, and license agreements of a term exceeding 48 months, concluded outside normal operations and not provided for in a budget;
13) granting consents for submitting offers and concluding agreements on construction works of a net value exceeding an equivalent of EUR 30,000,000.00 (in words: thirty million euro); in case of joint offers, the net total of the offer is considered, not the Company share in the offer;
14) granting consents for managing rights or contracting liabilities by the Company as a part of one or more connected legal acts with the same entity of a total value exceeding EUR 5,000,000.00 (in words: five million euro) during a financial year;
15) granting consents for employing an employee of an annual remuneration exceeding an equivalent of EUR 150,000.00 (in words: one hundred fifty thousand euro);
16) granting consents for member of the Company Management Board in management or supervisory boards of companies from outside the Company Group and in cases specified in Article 380 § 1 of the Commercial Companies Code;
17) selection of an independent expert auditor conducting an audit of the Company financial statement;
18) other affairs reserved for competences of the Supervisory Board in relevant legislation, provisions of these Articles of Association, transferred on the Management Board request, or delegated with a General Meeting resolution.

current wording of Article 12.3 of the Articles of Association of ONDE S.A.:

Article 12

3. The Supervisory Board competences include:
   1) approving long-term strategic plans of the Company;
   2) approving of annual material and financial plans of the Company;

3) approving of investment plans of the Company;
4) granting consents for purchase, sale, and encumbering of real estate or perpetual usufruct, or a share in a real estate or perpetual usufruct;
5) granting consents for establishing and dissolving plants and branches;
6) granting consents for the Company to grant guarantees, sureties, issuing bonds and contracting other off-balance sheet liabilities of an individual value exceeding EUR 2,000,000.00 (in words: two million euros), except for: guarantees related to normal operations, issued on the Company request by financial institutions;
7) granting consents for capital investments of a value exceeding EUR 100,000.00 (words: one hundred thousand euro), excluding financial deposits, treasury bills and bonds issued in Poland or in countries in the area of the Company operations;
8) granting consents for purchase, sale, and encumbering of shares or stocks in other entities;
9) agreeing a way of voting by the Company representatives to bodies of subsidiaries and affiliates on issues of appointing and dismissing members of authorities of subsidiaries and affiliates, dissolving or liquidation of these companies, change in the enterprise line of business, splits or mergers of subsidiaries and affiliates;
10) granting consents for undertaking all activities not related to the Company line of business and extraordinary activities of a value exceeding an equivalent of EUR 100,000.00 (one hundred thousand euro);
11) granting consents for investments exceeding EUR 100,000.00 (one hundred thousand euro), unless these investments are included in an investment plan approved by the Supervisory Board;
12) granting consents for concluding rental, lease, and license agreements of a term exceeding 48 months, concluded outside normal operations and not provided for in a budget;
13) granting consents for submitting offers and concluding agreements on construction works of a net value exceeding an equivalent of EUR 30,000,000.00 (in words: thirty million euro); in case of joint offers, the net total of the offer is considered, not the Company share in the offer;
14) granting consents for managing rights or contracting liabilities by the Company as a part of one or more connected legal acts with the same entity of a total value exceeding EUR 5,000,000.00 (in words: five million euro) during a financial year;
15) granting consents for employing an employee of an annual remuneration exceeding an equivalent of EUR 150,000.00 (in words: one hundred fifty thousand euro);
16) granting consents for member of the Company Management Board in management or supervisory boards of companies from outside the Company Group and in cases specified in Article 380 § 1 of the Commercial Companies Code;
17) selection and change of an auditing company auditing the Company financial statements and certification of sustainable development reporting

18) other affairs reserved for competences of the Supervisory Board in relevant legislation, provisions of these Articles of Association, transferred on the Management Board request, or delegated with a General Meeting resolution.

previous wording of Article 15.2 of the Articles of Association of ONDE S.A.:

Article 15

2. The audit committee responsibilities include, in particular:
   1) monitoring the financial reporting process;
   2) monitoring of effectiveness of internal control systems, and risk management and internal audit systems, including, in particular, financial reporting;
   3) monitoring of performance of financial revision activities, and in particular, an audit conducted by an audit company;
   4) controlling and monitoring of an independence of an expert auditor and an auditing company, especially when the audit company provides to the Company services other than auditing;
   5) informing the Company supervisory board about audit results and explaining how this audit contributed to reliability of financial reporting in the Company, and what was a role of the audit committee in the audit process;
   6) evaluation of an expert auditor independence and approving performance by them of permitted services other than an audit in the Company;
   7) developing a policy for selection of an audit company to perform an audit;
   8) developing a policy of rendering permitted services other than an audit by an auditing company conducting an audit, entities affiliated with that audit company, or by a member of an audit company network;
   9) establishing a procedure for selection of an audit company by the Company;
   10) submitting to a supervisory board in accordance with policies developed by the audit committee following the selection procedure conducted in accordance with provisions of the Act of 11 May 2017 on expert auditors, auditor companies and public supervision;
   11) submitting recommendations to ensure reliability of the financial reporting process at the Company.

new wording of Article 15.2 of the Articles of Association of ONDE S.A.:

Article 15

2. The audit committee responsibilities include, in particular:
   1) monitoring the financial reporting and sustainable development reporting process;
   2) monitoring of effectiveness of internal control systems, and risk management and internal audit systems, including, in particular, financial reporting and sustainable development reporting;
   3) monitoring of performance of financial revision activities, and in particular, an audit of financial statements or certification of sustainable development reporting, conducted by an audit company;

4) controlling and monitoring of an independence of an expert auditor and an auditing company, especially when the audit company provides to the Company services other than auditing or certification of sustainable development reporting;
5) informing the Company supervisory board about audit results for financial statements or certification of sustainable development reporting, and explaining how this audit or certification contributed to reliability of financial reporting in the Company, and what was a role of the audit committee in the audit or certification process;
6) evaluation of an expert auditor independence and approving performance by them of permitted services other than an audit in the Company;
7) developing a policy for selection of an audit company to perform an audit of financial statements and a policy for selection of an audit company to perform certification of sustainable development reporting;
8) developing a policy of rendering permitted services other than an audit or certification by an auditing company conducting an audit of financial statements or certification of sustainable development reporting, entities affiliated with that audit company, or by a member of an audit company network;
9) establishing a procedure for selection of an audit company by the Company;
10) submitting to a supervisory board in accordance with policies developed by the audit committee following the selection procedure conducted in accordance with provisions of the Act of 11 May 2017 on expert auditors, auditor companies and public supervision;
11) submitting recommendations to ensure reliability of the financial reporting process or sustainable development reporting process at the Company.

The Company attaches to this report the consolidated text: of the Company's Articles of Association, with changes described above.

Specific legal grounds: Article 5.1 and Article 6 of the Minister of Finances Regulation of 06 June 2025 concerning current and periodic information provided by issuers of securities and conditions for considering as equivalent information required by regulations of a state not being a Member State (Journal of Laws, item 755).

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