

Date of report: **18 July 2022**

Abbreviated name of the Issuer: MABION S.A.

Subject: Registration of amendments to the Company's Articles of Association.

Legal basis: Art. 56(1)(2) of the Act on Public Offering - current and periodic information.

Content of the report:

The Management Board of Mabion S.A. ("Company") hereby informs that today it has been informed that on 14 July 2022 the District Court for Łódź-Śródmieście in Łódź, 20th Commercial Division of the National Court Register registered the amendments to the Company's Articles of Association as listed below, adopted by the Ordinary General Meeting of the Company on 21 June 2022. In the attachment to this current report, the Company provides the consolidated text of the Company's Articles of Association taking into account the above-mentioned amendments.

List of registered amendments to the Company's Articles of Association:

I. Amendment of §6 of the Company's Articles of Association, made by Resolution No. 24/VI/2022 of the Ordinary General Meeting of the Company of 21 June 2022 on amending the Company's Articles of Association by changing the object of the Company's business, whereby §6 of the Company's Articles of Association shall read as follows:

„§6

The object of activity of the Company is, in accordance with the Polish Classification of Business Activities (PKD 2007):

- Other research and experimental development on natural sciences and engineering (PKD 72.19.Z);
- Manufacture of medicines and other pharmaceutical products (PKD 21.20.Z);
- Manufacture of basic pharmaceutical substances (PKD 21.10.Z);
- Manufacture of perfumes and toilet preparations (PKD 20.42.Z);
- Manufacture of other chemical products not elsewhere classified (PKD 20.59.Z);
- Manufacture of plastic packing goods (PKD 22.22.Z);
- Wholesale of pharmaceutical goods (PKD 46.46.Z);
- Wholesale of chemical products (PKD 46.75.Z);
- Other human health activities not elsewhere classified (PKD 86.90.E);
- Manufacture of paper stationery (PKD 17.23.Z);
- Manufacture of homogenized food preparations and dietetic food (PKD 10.86.Z);
- Manufacture of other food products not elsewhere classified (PKD 10.89.Z);
- Manufacture of other organic basic chemicals (PKD 20.14.Z);
- Manufacture of soap and detergents, cleaning and polishing preparations (PKD 20.41.Z);
- Wholesale of perfume and cosmetics (PKD 46.45.Z);
- Dispensing chemist in specialised stores (PKD 47.73.Z);
- Retail sale of medical and orthopaedic goods in specialised stores (PKD 47.74.Z);
- Retail sale of cosmetic and toilet articles in specialised stores (PKD 47.75.Z);

- Advertising (PKD 73.1);
 - Research and experimental development on biotechnology (PKD 72.11.Z);
 - Leasing of intellectual property and similar products, except copyrighted works (PKD 77.40.Z);
 - Freight transport by road (PKD 49.41.Z);
 - Other postal and courier activities (PKD 53.20.Z)
 - Warehousing and storage of other goods (PKD 52.10.B);
 - Agents involved in the sale of fuels, ores, metals and industrial chemicals (PKD 46.12.Z);
 - Agents involved in the sale of machinery, industrial equipment, ships and aircraft (PKD 46.14.Z);
 - Agents specialised in the sale of other particular products (PKD 46.18.Z);
 - Agents involved in the sale of a variety of goods (PKD - 46.19.Z);
 - Wholesale of other machinery and equipment (PKD 46.69.Z);
 - Non-specialised wholesale trade (PKD 46.90.Z);
 - Other retail sale of new goods in specialised stores (PKD 47.78.Z);
 - Other retail sale not in stores, stalls or markets (PKD 47.99.Z);
 - Business and other management consultancy activities (PKD 70.22.Z);
 - Other professional, scientific and technical activities not elsewhere classified (PKD 74.90.Z);
 - Other business support service activities not elsewhere classified (PKD 82.99.Z);
 - Cargo handling in other reloading points (PKD 52.24.C);
 - Other transportation agencies activities (PKD 52.29.C);
 - Rental and leasing of cars and light motor vehicles (PKD 77.11.Z);
 - Rental and leasing of other motor vehicle, excluding motorcycles (PKD 77.12.Z);
 - Rental and leasing of other machinery, equipment and tangible goods not elsewhere classified (PKD 77.39.Z);
 - Installation of industrial machinery, equipment and fittings (PKD 33.20.Z);
- Other technical testing and analyses (PKD 71.20.B).

II. Amendment of §17(1) of the Company's Articles of Association, made by Resolution No. 25/VI/2022 of the Ordinary General Meeting of the Company of 21 June 2022 on amending the Company's Articles of Association, whereby §17(1) of the Company's Articles of Association shall read as follows

„The competence of the General Meeting includes in particular:

- a) examining and approving the Management Board's report on the operations of the Company, financial statements and the Supervisory Board's report for the financial year;
- b) distributing profit and covering losses;
- c) discharging Members of the Supervisory Board of the Company and Members of the Management Board of the Company of their duties;
- d) increasing or decreasing the share capital;
- e) amending the Company's Articles of Association, including changing the object of activity;
- f) merging the Company with other entities
- g) dividing and transforming the Company;
- h) dissolving the Company;
- i) adopting the Rules of Procedure of the Company's General Meeting;
- j) other matters provided for in these Articles of Association and the provisions of law.”

III. Amendment of §21(4) of the Company's Articles of Association, made by Resolution No. 25/VI/2022 of the Ordinary General Meeting of the Company of 21 June 2022 on amending the Company's Articles of Association, whereby §21(4) of the Company's Articles of Association shall read as follows:

“At least two members of the Supervisory Board shall be independent from the Company within the meaning of the provisions of the Act of 11 May 2017 on statutory auditors, audit firms and public oversight, as well as having no real and significant connections with a shareholder holding at least 5% of the general number of votes in the Company.”

IV. Amendment of §22(2) of the Company's Articles of Association, made by Resolution No. 25/VI/2022 of the Ordinary General Meeting of the Company of 21 June 2022 on amending the Company's Articles of Association, whereby §22(2) of the Company's Articles of Association shall read as follows:

“Apart from the actions listed above, the Supervisory Board, as of the moment of floating the Company's shares on the regulated market (stock trading), shall:

- a) once a year, draw up and present to the Ordinary General Meeting:
 - i. information on the composition of the Supervisory Board and its Committees, indicating which members of the Supervisory Board meet the independence criteria specified in the Act of 11 May 2017 on statutory auditors, audit firms and public oversight, and which of them do not have real and significant connections with a shareholder holding at least 5% of the general number of votes in the Company, as well as information on the composition of the Supervisory Board in the context of its diversity,
 - ii. summary of the activities of the Supervisory Board and its Committees,
 - iii. assessment of the Company's situation on a consolidated basis, including the assessment of internal control systems, risk management, compliance and internal audit functions, along with information on the actions taken by the Supervisory Board to make this assessment; such assessment covering all significant control mechanisms, in particular those relating to reporting and operating activities,
 - iv. assessment of the application by the Company of the corporate governance rules and the manner of fulfilling the disclosure obligations regarding their application specified in the Stock Exchange Rules and the provisions on current and periodic information provided by issuers of securities, along with information on the actions taken by the Supervisory Board to make this assessment,
 - v. assessment of the legitimacy of expenses incurred by the Company for supporting culture, sport, charity institutions, media, social organizations, trade unions, etc., if any,
 - vi. information on the implementation of the diversity policy in relation to the Management Board and the Supervisory Board, including the achievement of goals.
- b) examine and provide opinions with regard to matters to form subject matter of General Meeting's resolution.”

IV. Amendment of §25(3) of the Company's Articles of Association, made by Resolution No. 25/VI/2022 of the Ordinary General Meeting of the Company of 21 June 2022 on amending the Company's Articles of Association, whereby §25(3) of the Company's Articles of Association shall read as follows

„The chairman of each of the committees referred to in paragraph 1 and 2 shall be an independent member of the Supervisory Board within the meaning of the provisions contained in § 21. The chairman of each of the committees shall be elected by the Supervisory Board. The function of the Chairman of the Audit Committee may not be held by the Chairman of the Supervisory Board.“