

**PART ONE
FUNDAMENTAL PROVISIONS**

Article I

Establishment of the Joint-stock Company

The corporation AKCENTA CZ a.s., hereinafter referred to as the "Company" is a legal entity governed by the laws of the Czech Republic. The Company was established on 16 June 1997 by a Memorandum of Association without a call for share subscription. As at the date of the signing of the Memorandum of Association, the founders effectively subscribed shares in the value of the proposed registered capital and paid up in full 100% (one hundred percent) of the issue price of the shares subscribed.

Article II

**Corporate Name and Registered Office
of the Company**

1. The Company's corporate name shall be: AKCENTA CZ a.s.
2. The Company's registered office shall be in: Prague.

Article III

Term for which the Company Has Been Established

The Company has been established for an unlimited period.

Article IV

Line of Business (Activity)

The Company's line of business (activity) shall be:

- 1) Production, trade, and services not listed in Annexes 1 to 3 of the Trade Licensing Act;
- 2) Payment services pursuant to Act No. 370/2017 Coll., Act on Payment Relations:
 - Making cash deposits to a payment account maintained by the Company pursuant to Section 3(1)(a) of the Act;
 - Making cash withdrawals from a payment account maintained by the Company pursuant to Section 3(1)(b) of the Act;
 - Making financial transfers pursuant to Section 3(1)(c) of the Act;
 - Making financial transfers pursuant to Section 3(1)(d) of the Act;
 - Issuance and administration of means of payment and devices for the acceptance of means of payment pursuant to Section 3(1)(e) of the Act;
 - Making financial transfers pursuant to Section 3(1)(f) of the Act.
3. Operating as a securities trader pursuant to Act No. 256/2004 Coll., to the extent of main investment services, i.e.:

- Acceptance and issuance of instructions pertaining to investment instruments;
- Execution of instructions pertaining to investment instruments to the customer's account;
- Trading in investment instruments in one's account;
- Supplementary investment services: custody and administration of investment instruments, including related services;

All this in relation to the investment instruments specified in Section 3(1)(d) of the Act.

**PART TWO
REGISTERED CAPITAL, SHARES**

Article V

Registered Capital of the Company

1. The Company's registered capital shall amount to CZK 100,125,000 (in words: one hundred million, one hundred and twenty-five thousand Czech crowns).
2. The capital is comprised of financial contributions.
3. The decision to increase or reduce registered capital shall be made by a General Meeting on the basis of generally binding legislation and these Articles of Association.

Article V

Increase of Registered Capital

1. The rules of procedure for increasing registered capital shall be as follows:
 - (a) The decision to increase registered capital shall be made by the General Meeting by a qualified majority of three quarters of the votes of the shareholders present holding each type of share, the rights of whom are concerned by the decision, unless the law requires a greater majority;
 - (b) The issue price of shares may be paid up, in particular, by a financial contribution or an in-kind contribution;
 - (c) The priority right of existing shareholders to subscribe new shares may be restricted or excluded only if it is in an important interest of the Company and if it is done to the same extent with respect to all shareholders;
 - (d) An application for the registration of a General Meeting decision increasing registered capital in the Commercial Register shall be submitted by the Management Board within 30 (thirty) days of the decision of the General Meeting;
 - (e) An application for the registration of the new registered capital amount in the Commercial Register in the event of the subscription of new shares shall be submitted by the Management Board once at least

30% (thirty percent) of the nominal value of the shares have been paid up (unless a resolution of the General Meeting requires a higher percentage of payment), or after the payment of all in-kind contributions;

- (f) A registered capital increase shall take effect once the new registered capital amount is registered in the Commercial Register.
2. Methods of increasing registered capital:
 - (a) subscription of new shares;
 - (b) registered capital increase from the Company's own resources;
 - (c) conditional increase of registered capital;
 - (d) increase of registered capital by the decision of the Management Board pursuant to an authorisation by the General Meeting;
 - (e) a simultaneous reduction and increase of registered capital.
 3. When increasing registered capital with the use of one of the methods specified above, the rules specified in Part One, Chapter V, section 6, paragraph 2 of the Act on Business Corporations, shall be followed.

Article VII Reduction of Registered Capital

1. Rules for a reduction of registered capital:
 - (a) A decision to reduce registered capital may be made by the Company's General Meeting, by a qualified majority of three-quarters of the votes of the shareholders present holding each type of share, the rights of whom are concerned by the decision, unless the law requires a greater majority;
 - (b) The Management Board shall submit an application for the registration of the capital reduction in the Commercial Register without undue delay, but no later than within 30 (thirty) days of the resolution of the General Meeting to reduce registered capital;
 - (c) Within 30 (thirty) days of the effective date of the resolution of the General Meeting to reduce registered capital, the Management Board shall inform known shareholders of that fact, asking them to report their receivables, and shall publish this fact at least twice by the deadline set by law;
 - (d) Registered capital cannot be reduced below the statutory minimum set in Section 246(2) of the Act on Business Corporations and it must not compromise the recoverability of creditors' receivables;
 - (e) If the Company is obliged to reduce its registered capital, it shall use its shares held by it as assets, if any, and shall proceed further pursuant to Section 521 of the Act on Business Corporations; registered capital reduction by the withdrawal of shares from circulation by a lottery-like draw shall not be permitted.
2. Methods of registered capital reduction:
 - (a) Use of the Company's own shares;
 - (b) Reduction of the nominal value of shares;
 - (c) Withdrawal of shares from circulation on the basis of a public proposal of an agreement;
 - (d) Refraining from the issuance of shares;
 - (e) Concurrent reduction and increase of registered capital.

3. When reducing registered capital, the rules specified in Part One, Chapter V, section 6, paragraph 3 of the Act on Business Corporations, shall be followed.

Article VIII Shares, their Number, Nominal Value, Format, and Form

1. The Company's registered capital is divided into 21 (twenty-one) ordinary shares in materialised form registered in the name of their holder, with the nominal value of each share being CZK 1,875,000 (in words: one million eight hundred and seventy-five thousand Czech crowns) and 162 (one hundred and sixty-two) ordinary shares in materialised form registered in the name of their user with the nominal value of each share being 375,000 (in words: three hundred and seventy-five thousand Czech crowns).
2. All shares are in materialised form and have not been accepted for trading on a regulated market.
3. The Company's shares may be issued to a shareholder as a global certificate. A shareholder is entitled to ask the Company to replace the shares he holds in the Company or a part thereof with a global certificate. A shareholder holding a global certificate may ask the Company to exchange his global certificate for individual shares, other global certificates, or in part for individual shares and in part for global certificates replacing the original global certificate. The Company shall exchange the global certificate within one month of the date of the delivery of the shareholder's written request to the Company and after the shareholder has presented the global certificate or the Company's share he holds. The Company may ask shareholders to compensate it for any costs incurred by it in connection with the replacement of shares with a global certificate or vice-versa.
4. The contents of the rights and obligations linked to the holding of shares shall be governed by the Act on Business Corporations and by Act No. 89/2012 Coll., the Civil Code, as amended.
5. The joint-stock Company shall maintain a list of its shareholders in which it shall note the type of a share, its nominal value, the name and address or registered office of the shareholder, number of the shareholder's account, designation of the share, and changes in the information recorded, and any separation or transfer of an independently negotiable right linked to a share. The Company shall issue for each of its shareholder, at the shareholder's written request and in exchange for a compensation of costs, without undue delay, the list of all shareholders who own registered shares or requested parts of the list (shareholders' bank account numbers shall be provided only subject to the terms and conditions specified by the Act on Business Corporations). It shall be understood that, in relation to the Company, the shareholder is the person registered in the list of shareholders.
6. The issue price of a share must not be lower than its nominal value and it shall be paid up in the manner set in the Memorandum of Association (Articles of Association) and, after the establishment of the Company, in the relevant decision of a General Meeting, shareholders' agreement, or another document set by the Act on Business Corporations.
7. In the case of default on the performance of the obligati-

- on to pay up the issue price of the shares subscribed, the subscriber shall pay to the Company default interest on the outstanding amount, amounting to twice the default interest rate set by a government regulation pursuant to the Civil Code.
8. Should the subscriber fail to pay up the issue price of the shares subscribed by it, or its due part, the Management Board shall invite him to pay it within 60 (sixty) days of the delivery of the notice. After the expiration of that deadline in vain, the Management Board shall expel the subscriber (to the extent to which he did not pay the issue price of shares) from the Company and if an interim certificate has been issued, it shall ask the shareholder to return it within a reasonable deadline that the Management Board determines.
 9. Instead of proceeding in line with the previous paragraphs of this Article of the Articles of Association, the Management Board may file a court action for the payment of the issue price against any shareholders who are in default on its payment.
 10. In line with the provisions of Act No. 270 of the Act on Business Corporations, the negotiability of the Company's shares is limited by being conditioned on the consent of the General Meeting of the Company. A share transfer agreement cannot take effect before the consent is given.

PART THREE ORGANISATION OF THE COMPANY

Article IX Bodies of the Company

The Company applies a dualistic system of internal structure. The Company's bodies are:

- (a) The General Meeting;
- (b) The Management Board;
- (c) The Supervisory Board.

Article X General Meeting

1. The General Meeting is the supreme body of the Company. A shareholder shall attend a General Meeting in person or be represented on the basis of a written power of attorney. Members of the Management Board and of the Supervisory Board shall also attend General Meetings.
2. A General Meeting shall be convened by the Management Board and also, in cases specified in the Act on Business Corporations, by a member of the Management Board or the Supervisory Board by means of a written invitation sent to shareholders holding registered shares to the address or email address specified in the list of shareholders, and shall do so at least 30 (thirty) days before the date of the meeting. Within the same period, the convener shall also publish the invitation on the Company's website. Enclosed with an invitation to a General Meeting, shareholders holding registered shares shall also be sent the annual financial statement and a profit distribution proposal. If the Company issues bearer shares, the notice of a General Meeting shall also be published by the same deadline on the Company's website

- at www.akcenta.eu.
3. A General Meeting shall take place at least once per year. A regular General Meeting shall be held within 6 (six) months of the last day of the previous financial year. The Management Board shall convene a General Meeting if it is requested by shareholders holding shares whose nominal value exceeds at least 5% (five percent) of the Company's registered capital and who propose particular matters for discussion at the General Meeting. In that case the Management Board shall convene the meeting such that it be held within 40 (forty) days from the day on which it received the request that it be convened. Should the Management Board fail to convene the General Meeting within the said period, these shareholders may ask a court to grant them the authorisation to convene a General Meeting. The Management Board shall publish the invitation to a General Meeting convened at the request of shareholders in the manner prescribed above and shall do so at least 15 (fifteen) days before the General Meeting date. Furthermore, the Management Board shall convene a General Meeting without undue delay, upon ascertaining that the Company's loss has exceeded the value of one half of its registered capital, or when it can be expected, given the circumstances, that the Company will become bankrupt, or for another serious reason, and shall propose to the General Meeting the winding up of the Company and its entry into liquidation or the adoption of another measure, unless the law stipulates otherwise. If required by the Company's interests, a General Meeting may be convened by the Supervisory Board. The provisions above in this Article shall apply mutatis mutandis to the method of convening such a meeting.
4. A General Meeting has quorum if shareholders holding shares with a nominal value that in aggregate exceeds 50% (fifty percent) of the Company's registered capital are present. In evaluating a General Meeting's capacity to decide and in voting at the General Meeting, shares shall be disregarded if the right to vote is not attached or the right to vote connected therewith cannot be exercised. If a General Meeting does not have quorum, the Management Board shall convene a substitute General Meeting with a new invitation. The Management Board shall publish the invitation to the substitute General Meeting by sending it to all shareholders holding registered shares, to the address of their registered office or residence stated in the list of shareholders or to a data box established pursuant to Act No. 300/2008 Coll., on Electronic Tasks and Authorised Conversion of Documents, as amended, if the shareholders holding shares has one, and shall do so at least 15 (fifteen) days before the date of the meeting. Within the same period, it shall also publish the invitation on the Company's website at www.akcenta.eu. The invitation shall be sent out and published within 15 (fifteen) days of the day for which the original General Meeting was convened. The substitute General Meeting shall take place within six weeks of the day for which the original General Meeting was convened. The agenda of the substitute General Meeting shall be the same as the General Meeting convened earlier and shall have quorum regardless of the number of shareholders present and of the nominal value of their shares. Matters not included in the published agenda of the meeting may be

- decided upon only if all shareholders agree.
5. If all shareholders agree, a General Meeting may be held without compliance with the requirements set out in these Articles of Association and the law for convening it.
 6. The competences of the General Meeting shall include decisions about issues regulated in Section 421(2) of the Act on Business Corporations other than appointment and recall of Management Board members and their remuneration, namely decisions about:
 - (a) a change in the Articles of Association;
 - (b) the granting of instructions and principles to the Management Board, if they do not pertain to the commercial management of the Company;
 - (c) the general principles of the Company's business policy (including the corporate mission, medium and long-term strategy and business model); and
 - (d) the appointment and recall of a liquidator.
 7. A decision of a General Meeting on any matter within its sphere of competences shall require the consent of at least simple majority of the votes of the shareholders present, unless the Act on Business Corporations stipulates otherwise.
 8. One vote shall correspond to one share with a nominal value of CZK 375,000 (in words: three hundred and seventy-five thousand Czech crowns) and five votes per one share with a nominal value of CZK 1,875,000 (in words: one million eight hundred and seventy-five thousand Czech crowns). The total number of votes in the Company thus amounts to 267. The exercise of the right to vote is not restricted by a limit on the maximum number of votes that may be exercised per shareholder. Unless the General Meeting determines otherwise, voting at a General Meeting shall be done by acclamation.
 9. Every shareholder of the Company is entitled to attend a General Meeting. The shareholders present shall be registered in the attendance sheet that will state the name and registered office of a legal entity or the name and address of an individual shareholder, and in the event of participation by proxy also information about the shareholder's proxy, numbers of shares in materialised form, and the nominal value of the shares giving rise to the right to vote, or information about the fact that the share does not give rise to the right to vote. If the Company refuses to register a certain person in the attendance sheet, it shall state that fact in the attendance sheet, with the reasons for its refusal. The convener of the General Meeting or a person appointed by him shall sign the attendance sheet to confirm that it is correct. A shareholder may attend a General Meeting in person or be represented by its statutory body or by a proxy on the basis of a power of attorney. A shareholder's proxy representing a shareholder on the basis of a power of attorney shall hand over to the Management Board prior to the start of the meeting a written power of attorney signed by the shareholder being represented, which indicates that the power of attorney has been accepted and states the scope of the proxy's rights, in particular whether it was granted for representation at one or several General Meetings and if the proxy has been given instructions as to how to vote. The signature of the represented shareholder on the power of attorney must be officially verified. A shareholder who is a legal entity shall also present a current excerpt from the Commercial Register.
 10. A General Meeting shall be opened and chaired, until the election of the General Meeting chair, by the convener or person appointed by him. From then on, the General Meeting shall be chaired by the elected General Meeting chair. The General Meeting shall elect its chair, the minutes officer, minutes verifier, and persons authorised to count votes. If one of these persons is not elected, the meeting shall proceed pursuant to Section 422 of the Act on Business Corporations. Minutes shall be drawn up of the course of a General Meeting. The minutes of the General Meeting shall state the corporate name and registered office of the Company, the place and time of the General Meeting, the name of the General Meeting chair, the minutes officer, the minutes verifier, and the persons authorised to count votes, a description of the discussions on individual points of the General Meeting agenda, resolution of the General Meeting, stating the outcome of the vote and the contents of any protest raised by a shareholder, member of the Management Board or Supervisory Board concerning a decision of the General Meeting, if the protester so requests. The method of drawing up and verification of minutes and the deadline for their drawing up and archiving are set by the Act on Business Corporations. Every shareholder may ask the Management Board to issue him a copy of the minutes or a part thereof at any point during the existence of the Company, at the Company's expense (if the minutes or a part thereof were not published on the Company's website at www.akcenta.eu within 15 days of the end of the General Meeting).
 11. The Company's General Meeting may also decide by the per rollam method. In that case, the person authorised to convene a General Meeting shall send the proposed resolution to all shareholders; the proposed resolution shall at minimum provide for wording of proposed resolution, incl. reasoning, deadline for delivery of shareholder's response, and underlying documentation required for adoption of decision. Deadline for delivery of shareholder's response shall be 15 days; in case the shareholder does not deliver the response, it is deemed he/she disagrees with the proposal. The outcome of the decision-making shall be announced by the Company or the person who was authorised to convene the General Meeting in the manner set for convening a General Meeting; the resolution shall be adopted on a day when last shareholder submitted his decision, or lapse in vain of last day of the deadline for delivery of shareholder's response, if the quorum for adopting the decision was met. Further steps and rules shall be governed by Sections 418 to 420 of the Act on Business Corporations. Decision by the Company's General Meeting by per rollam method may be also done with the use of technical tools; terms of use of the technical tools shall be set by the Management Board.
 12. If the Company has only one shareholder, General Meetings shall not be held, and the shareholder shall act in the capacity of General Meetings. Decisions of the shareholder in acting in the capacity of a General Meeting shall be made in writing and signed by the shareholder. The form of a notarial record (public deed) is required in all cases prescribed by law. The sole shareholder may require the Management Board and the Supervisory Board to take part in the decision-making process. A written de-

cision of the sole shareholder shall be delivered to the Management Board and the Supervisory Board. Agreements concluded between the Company represented by its sole shareholder and that sole shareholder must be made in writing with officially verified signatures unless stipulated otherwise by law.

Article XI Management Board

1. The Management Board is the statutory body which manages the Company's activities and represents it in the manner set by law and these Articles of Association.
 2. The Management Board shall decide on all matters concerning the Company that have not been reserved to the General Meeting or to the Supervisory Board by legal regulations or the Articles of Association.
 3. Aside from other rights and obligations set by these Articles of Association and the law, the Management Board shall be authorised to do, in particular, the following:
 - (a) manage the activities of the Company and represent it;
 - (b) exercise rights as an employer;
 - (c) ensure the business management, including due keeping of records, accounts, and reports of the Company;
 - (d) convene General Meetings;
 - (e) convene a General Meeting without undue delay, once it ascertains that the Company's loss has exceeded the value of one half of its registered capital or it can be expected, with a view to all circumstances, that the Company has become bankrupt or for another serious reason, and shall propose to the General Meeting the winding up of the Company and its entry into liquidation or the adoption of another measure, unless a special law stipulates otherwise;
 - (f) ensure the drafting of, and present to the General Meeting, in particular:
 - proposal for a change in the Articles of Association;
 - a proposal for the appointment of an auditor;
 - a proposal for an increase or reduction of registered capital and for the issuance of bonds;
 - regular, extraordinary, interim, or consolidated financial accounts, and proposal for profit distribution, including the determination of the amount of dividends and profit shares and the method of their payment, fund contributions;
 - annual report;
 - report on relations between the controlling and controlled person and other controlled persons;
 - proposal for the method of covering the Company's loss;
 - report on the Company's business activities and the state of its assets;
 - a proposal for the winding up of the Company with liquidation and approval of shares in the liquidated assets and decisions about its transformation, merger, acquisition, or division;
 - proposals for the establishment and discontinuation of other bodies (for the avoidance of doubt other than any committees of the Supervisory Board) not specified in these Articles of Association, as well as for the definition of their position and competences.
 4. The Management Board shall have four members elected by the Supervisory Board. A member of the Management Board may be either an individual or a legal entity. An individual who is a Management Board member shall meet general conditions for the operation of a trade pursuant to a special act and the obstacle described in Section 441 of the Act on Business Corporations must not exist with respect to him. If the Management Board member is a legal entity, its representative must meet the same requirements as are set for a Management Board member who is an individual. A member of the Supervisory Board may not be a Management Board member. Re-election as Management Board member shall be permitted. The term of office of Management Board members shall be three years for the initial term of the Management Board member's office and five years for any subsequent term of the re-elected Management Board member's office immediately following the preceding term. Consent of the Management Board member to his being elected shall be required for the performance of the duties of the position. A Management Board member may resign from his position by a written declaration delivered to the Management Board, which may not, however, be done at a time that is not suitable for the Company. In the event of resignation, the term of office shall end upon the expiry of one month after the delivery of the notice, unless the Management Board approves immediate termination at the request of the resigning member. If a Management Board member dies or ceases to exist, in the case of a legal entity, resigns, is recalled, or his term in office expires, the Company's Supervisory Board shall elect a new Management Board member within two months.
 5. The Supervisory Board shall elect the Chairman and Vice Chairman of the Management Board from among the
- (g) ensure the drafting of, and present to the Supervisory Board, in particular:
 - a draft of the general principles of the Company's business policy (including the corporate mission, medium and long-term strategy and business model);
 - proposal for a change in the Articles of Association;
 - (h) publish in a manner prescribed by Section 436 of the Act on Business Corporations the financial statement and report on the Company's business, at least 30 days before the date of the General Meeting that is to approve the financial statement;
 - (i) maintain a list of shareholders holding registered shares;
 - (j) regulate by organisational rules the internal organisation of the Company;
 - (k) without undue delay, submit to the competent court an insolvency application for the Company, if the conditions set by the Insolvency Act are met. A culpable breach of this obligation by a Management Board member may result in his liability for damages or assumption of a guarantee by him for any payables of the Company that arose after the day on which the Management Board breached its obligation.

members of the Management Board, by a simple majority of all its members.

6. The Management Board shall meet at least once a month and further as is required. Meetings of the Management Board shall be convened exclusively by the Management Board Chairman or the Vice Chairman in case of his absence. A Management Board meeting has quorum if at least three of its members are present. The Management Board decides by a simple majority of the votes of the members present. In the event of a tie vote, the vote of the Management Board Chairman shall decide. An appointed minutes officer shall make minutes of all Management Board meetings, in which decisions adopted by the Management Board shall be stated. The minutes must list the names of those Management Board members who voted against a resolution of the Management Board or abstained from the vote. Unless otherwise proven, it shall be assumed that any members of the Management Board who are not listed voted in favour of the resolution. The minutes shall be signed by the Chairman of the Management Board and the minutes officer. The minutes, including any appendices, shall be delivered to all Management Board members and to the Chairman of the Supervisory Board within 14 days of the meeting. Decisions of the Management Board may be taken outside of a meeting, using communication technology equipment or in writing (per rollam) if it is proposed by any Management Board member and if other members agree.

Article XII Supervisory Board

1. The Supervisory Board is the Company's control body.
2. The Supervisory Board shall oversee the exercise of the powers of the Management Board and the business activities of the Company.
3. In performing its activities, the Supervisory Board shall be governed by generally binding legislation, these Articles of Association, and decisions of the General Meeting. In particular, Supervisory Board members shall be entitled to check on the Company's adherence to generally binding legislation, including adherence to these Articles of Association and resolutions of the General Meeting, provided that they are in line with the law and the Articles of Association; review the annual or extraordinary financial statement and proposal for the distribution of profit, including the determination of the amount and method of payment of dividends and profit share, and present a report on the outcome of its review to the General Meeting; review reports on the Company's finances; convene a General Meeting if it is stipulated by law and these Articles of Association; present to the General Meeting and the Management Board its statements, recommendations, proposals of resolutions; and consult at any point records, accounts, business ledgers and other documents of the Company.
4. The Supervisory Board shall have five members who are elected and recalled by the General Meeting. A member of the Supervisory Board shall be an individual who meets the general conditions for the operation of a trade pursuant to a special act and the obstacle described in Section 451 of the Act on Business Corporations must not exist with respect to him. A Supervisory Board mem-

ber must not be, at the same time, a member of the Management Board, a registered proxy of the Company, or another person authorised pursuant to the registration in the Commercial Register to represent the Company. The term of office of Supervisory Board members elected by the General Meeting shall be five years, but it shall not end before the new Supervisory Board is elected, but with the passage of three months from the expiration of their term at the latest. A Supervisory Board member may resign from his position by a written declaration delivered to the Supervisory Board, which may not, however, be done at a time that is not suitable for the Company. In the event of resignation, the term of office shall end upon the expiry of one month after the delivery of the notice, unless the Supervisory Board approves a different time for the termination of his office at the request of the resigning member. If a Supervisory Board member dies, resigns, is recalled, or his term in office expires, the Company's General Meeting shall elect a new Supervisory Board member within two months.

5. From amongst all its members, the Supervisory Board shall elect the Chairman and a Vice-Chairman. The proposed persons are elected if he receives a simple majority of the votes of all Supervisory Board members. The Chairman represents the Company in proceedings before courts and other bodies against a Management Board member. In case of absence of the Chairman, the function of the Chairman shall be carried out by the Vice-Chairman.
6. The Supervisory Board shall meet as required, but at least four times per year. Supervisory Board meetings shall be convened by the Supervisory Board Chairman by invitation, in which he shall state the place, date, and hour of the meeting and the meeting agenda. The invitation shall be delivered to Supervisory Board members at least ten business days prior to the meeting. A request to convene a meeting of the Supervisory Board may be submitted by any Supervisory Board member or shareholders holding shares whose nominal value amounts to at least 5% (five percent) of registered capital; the request, which is submitted to the Supervisory Board Chairman or members, must be written and include as grounds a description of shortcomings in the actions of the Management Board or of other material circumstances. The Supervisory Board shall decide on the basis of the consent of the majority of its members. In the event of a tie vote, the vote of the Supervisory Board Chairman shall decide. Supervisory Board meetings shall be chaired by the Supervisory Board Chairman. Minutes shall be made of a Supervisory Board meeting, signed by the Supervisory Board Chairman. The minutes shall state the positions of dissenting members, should they request it. In addition to being delivered to Supervisory Board members, the minutes shall be delivered to all members of the Management Board within 14 (fourteen) days of the date of the meeting. Decisions of the Supervisory Board may be taken outside of meetings, using communication technology equipment or in writing (per rollam) if it is proposed by the Chairman, provided that no member of the Supervisory Board objects to such form of decision making.

PART FOUR REPRESENTING THE COMPANY

Article XIII Actions of the Statutory Body

1. The Company shall be represented vis-à-vis third parties by two members of the Management Board acting jointly. The Management Board may authorise in writing another Management Board member to represent the Company independently in an individual matter. In signing on behalf of the Company, a Management Board member or members shall attach their signature(s) to the Company name.
2. The Management Board members representing the Company may appoint a representative to take legal actions on behalf of the Company in any matter. Management Board members shall, however, be liable for the due selection of such a representative.
3. The Management Board can appoint proxy holder (prokuristy) whereby the Company shall be represented vis-à-vis third parties by two proxy holders acting jointly. Proxy holders will not be able to dispose of real estate of the Company.

PART FIVE FINANCIAL MANAGEMENT OF THE COMPANY

Article XIV Special Reserve Fund and Other Funds

1. If the Company reports its own shares in the balance sheet assets, it shall set up a special reserve fund for the same amount. The Company may use retained profit or other funds that may be used at the Company's discretion for the creation or supplementation of the special reserve fund.
2. The Company shall close its special reserve fund down or reduce it if it uses its own shares, in full or in part, for the reduction of its registered capital. The Company is not allowed to use the special reserve fund for any other purpose.
3. The Company is permitted to create other funds from its profits. The decision to establish a fund shall be made by the General Meeting at the recommendation of the Management Board. The General Meeting shall also decide about a contribution to such funds. The Management Board shall decide about the draw-down of the funds in line with principles approved by the General Meeting.

Article XV Profit Distribution Method and Payment for the Company's Loss

1. The Company's net profit shall be used on the basis of a decision of the General Meeting for making contributions to funds created by the Company or for other purposes identified by the General Meeting, all while respecting restricting legal provisions. The General Meeting may also decide that the profit or a portion thereof will be transferred to the account of retained profits from previous years.
2. The Company shall use its profit in the following order:

- (a) taxes, levies, and fees prescribed by law;
- (b) contribution to the special reserve fund if the law requires it;
- (c) contributions to other funds if they have been established;
- (d) payment of a profit share to shareholders;
- (e) payment of a profit share to members of the Management Board and Supervisory Board;
- (f) other purposes;

Always in line with the law and decisions of the General Meeting.

3. The decision about the method of covering the Company's loss shall be made by the General Meeting at the recommendation of the Management Board. The Company's loss generated through its financial management shall be settled in the following order:
 - (a) from retained profit set aside in previous years;
 - (b) from other funds created from profit or from funds created from donations that the Company has received.

PART SIX CONCLUDING PROVISIONS

Article XVI Notices

1. Facts prescribed by generally binding legislation, these Articles of Association, and decisions of the General Meeting shall be disclosed by the Company on its website at www.akcenta.eu, by a notice in the Commercial Journal, or by other means specified by generally binding legislation and the Articles of Association.
2. Documents intended for shareholders holding registered shares shall be delivered by the Company by registered letter to the address of the registered office or residence stated in the list of shareholders or to a data box established pursuant to Act No. 300/2008 Coll., on Electronic Tasks and Authorised Conversion of Documents, as amended, if the shareholders holding shares has one, and unless legal regulations set other requirements. These shareholders shall inform the Management Board without delay of any changes in the data registered in the list.

Article XVII Process of Amendment and Change of the Articles of Association

1. The decision to amend or change the Articles of Association shall be made by the General Meeting, in particular at the recommendation of the Management Board or Supervisory Board.
2. If a General Meeting agenda is to include a change of the Articles of Associations, the notice of its convening shall at least outline the nature of the proposed changes and the proposed changes shall be available to shareholders for consulting at the registered office of the Company during the period set by law for convening a General Meeting. A shareholder may request that a copy of the proposed change of the Articles of Association be delivered to him at his own cost and risk. Shareholders shall always be informed about these rights in an invitation to

- a General Meeting or a notice of its convening.
3. If a shareholder intends to lodge a counterproposal to a matter on the agenda of the General Meeting, he shall deliver it to the registered office of the Company or to its data box established pursuant to Act No. 300/2008 Coll., on Electronic Tasks and Authorised Conversion of Documents, as amended, no later than five days prior to the date of the General Meeting. The Management Board shall publish counterproposals and its opinion on them, if possible, at least three days before the General Meeting date; different procedures pursuant to Section 362 of the Act on Business Corporations shall not be thereby prejudiced.
 4. Once a change of the Articles of Association is approved, the Management Board shall draw up a consolidated version of the Articles of Association and submit it to the Commercial Register.

Article XVIII Interpretation Provision

1. Should any provision of the Articles of Association prove

invalid, ineffective, or contentious as a result of applicable legal regulations or their amendment, or should a provision be missing, all other provisions of the Articles of Association shall not be thereby prejudiced. The provision concerned shall be substituted either by a provision of the applicable generally binding legal regulation the nature and purpose of which is the closest to the intended purpose of the Articles of Association or – if no such legal provision exists – by a method of resolution that is common in business.

Article XIX Submission to the Act on Business Corporations

1. The Company has submitted to Act No. 90/2012 Coll., on business companies and cooperatives (Act on Business Corporations) as a whole effective from the date of the registration of that fact in the Commercial Register.

Hradec Králové, October 25, 2021



MILAN CERMAN

Chairman of the Board of Directors



DANIEL JOHANIS

Vice-chairman of the Board of Directors



JAN KARGER

Member of the Board of Directors



KAREL SOUKENÍK

Member of the Board of Directors

