

Resolution No. 01/02/2023
of the Extraordinary General Meeting of
11 bit studios Spółka Akcyjna
of February 9th 2023
to elect Chair of the Extraordinary General Meeting

Section 1

The Extraordinary General Meeting of 11 bit studios S.A. of Warsaw resolves to elect as Chair of the General Meeting.

Section 2

This Resolution shall become effective as of its date.

Resolution No. 02/02/2023
of the Extraordinary General Meeting of
11 bit studios Spółka Akcyjna
of February 9th 2023
to adopt the agenda of the Extraordinary General Meeting

Section 1

The Extraordinary General Meeting of 11 bit studios S.A. of Warsaw (the “**Company**”) hereby adopts the following agenda as determined by the Company’s Management Board and published in the notice of the Extraordinary General Meeting pursuant to Art. 402¹ of the Commercial Companies Code:

1. Opening of the Meeting.
2. Election of the Chair of the General Meeting.
3. Confirmation that the General Meeting has been duly convened and has the capacity to pass resolutions.
4. Consideration of and, if thought fit, passing a resolution to approve the agenda.
5. Adoption of a resolution to amend the Company’s Articles of Association.

6. Adoption of a resolution to change the remuneration of members of the Company's Supervisory Board.
7. Closing of the Meeting.

Section 2

This Resolution shall become effective as of its date.

Resolution No. 03/02/2023

of the Extraordinary General Meeting of

11 bit studios Spółka Akcyjna

of February 9th 2023

to amend the Company's Articles of Association

Section 1

1. The Extraordinary General Meeting of 11 bit studios S.A. of Warsaw (the "**Company**") hereby amends **Art. 3.1 indent 53** of the Company's Articles of Association:

"Article 3

1. The Company's business shall comprise:

- 93.29.Z - Other amusement and recreation activities;"

which shall now read as follows:

"Article 3

1. The Company's business shall comprise:

- 93.29.B - Other amusement and recreation activities, not elsewhere classified;"

2. The Extraordinary General Meeting hereby amends **Art. 8** of the Company's Articles of Association as follows:

a) Art. 8.2 of the Articles of Association, reading:

"Article 8

2. Members of the Supervisory Board shall be appointed and removed from office by the General Meeting, with the proviso that members of the first Supervisory Board shall be appointed by the founders of the Company. Members of the Supervisory Board shall be appointed for a joint term of office which lasts three years."

shall be amended to read as follows:

“Article 8

2. Members of the Supervisory Board shall be appointed and removed from office by the General Meeting, with the proviso that members of the first Supervisory Board shall be appointed by the founders of the Company. Members of the Supervisory Board shall be appointed for a joint term of office which lasts three years. The term of office shall be calculated in full financial years.”

b) Art. 8.4 indent 9 of the Company’s Articles of Association, reading:

“Article 8

4. The Supervisory Board shall be competent to deal with all matters that fall within the scope of its powers and responsibilities in accordance with the Commercial Companies Code and these Articles of Association, including in particular:

- acquisition of interests in other business entities;”

shall be amended to read as follows:

“Article 8

4. The Supervisory Board shall be competent to deal with all matters that fall within the scope of its powers and responsibilities in accordance with the Commercial Companies Code and these Articles of Association, including in particular:

- grant of consent to acquire interests in other business entities;”

c) Art. 8.4a to 8.4c shall be added after Art. 8.4 of the Company's Articles of Association, reading as follows:

“Article 8

4a. The activities of the Supervisory Board shall be managed by the Chairperson of the Supervisory Board, who shall be required to properly organise the Supervisory Board’s activities, and in particular to convene Supervisory Board meetings. In the absence of the Chairperson, all rights and obligations of the Chairperson, including the obligation to

manage the activities of the Supervisory Board, shall be exercised and performed by the Deputy Chairperson.

4b. Supervisory Board meetings shall be chaired by the Chairperson of the Supervisory Board or, in the absence of the Chairperson, by the Deputy Chairperson. In the absence of the Deputy Chairperson, a Supervisory Board meeting shall be chaired by a person elected from among the Supervisory Board members present at the meeting.

4c. Invitations to Supervisory Board meetings may be delivered to Supervisory Board members in writing, sent by registered mail, fax or email to the correspondence address, fax number or email address given to the Chairperson of the Supervisory Board in writing, or may be delivered by hand to Supervisory Board members against written acknowledgment of receipt, at least seven days prior to the scheduled date of the Supervisory Board meeting. The seven-day period may be shortened by the Chairperson of the Supervisory Board for a good reason.”

d) Art. 8.5a shall be added after Art. 8.5 of the Company's Articles of Association, reading as follows:

“Article 8

5a. During its meeting, the Supervisory Board may also pass resolutions on matters not included in the proposed meeting agenda provided that the majority of the Supervisory Board members present at the meeting do not object to the passing of such resolution.”

3. The Extraordinary General Meeting hereby amends the Company’s Articles of Association by adding **Art. 8a**, reading as follows:

“Article 8a

1. Subject to the rules provided for in the Rules of Procedure for the Supervisory Board, and taking into account the limitations under Article 8a.2 below, the Supervisory Board may resolve that a specific matter relating to the Company's operations or assets be investigated at the Company's expense, and/or that specific analyses and opinions be prepared by a selected adviser (the "Supervisory Board Adviser”).

2. At the General Meeting the shareholders shall resolve on the maximum total cost of fees to all Supervisory Board Advisers that the Company may incur during the financial

year, which shall be no higher than 50% of the total remuneration of the Supervisory Board for the previous financial year.”

4. The Extraordinary General Meeting hereby amends **Art. 9** of the Company's Articles of Association as follows:

a) Art. 9.2 of the Company’s Articles of Association, reading:

“Article 9.

2. Members of the Management Board shall be appointed and removed from office by the Supervisory Board. Members of the Management Board shall be appointed for a joint term of office which lasts three years.”

shall be amended to read as follows:

“Article 9.

2. Members of the Management Board shall be appointed and removed from office by the Supervisory Board. Members of the Management Board are appointed for a joint term of office which lasts three years. The term of office shall be calculated in full financial years.”

b) Art. 9.7 shall be added after Art. 9.6 of the Company's Articles of Association, reading as follows:

“Article 9.

7. The disclosure requirements referred to in Article 380¹.1 and 380¹.2 of the Commercial Companies Code shall not apply. However, the Management Board shall provide the Supervisory Board with such aggregated information on the Company's assets, operations, investments and human resources as is deemed objectively necessary in a particular situation.

Section 2

This Resolution shall become effective as of its date, provided that the changes referred to herein shall take effect as of the date the amendments to the Company's Articles of Association made by this Resolution are registered by the registry court in the Business Register of the National Court Register.

Section 3

The Extraordinary General Meeting hereby authorises the Company's Supervisory Board to draft the consolidated text of the Company's Articles of Association incorporating the amendments made by Resolution No. 03/02/2023 of the Extraordinary General Meeting of February 9th, 2023.

Resolution No. 04/02/2023

of the Extraordinary General Meeting of

11 bit studios Spółka Akcyjna

of February 9th 2023

on change of remuneration of Supervisory Board members

"Section 1

Pursuant to Art. 7.3 of the Company's Articles of Association, the Extraordinary General Meeting hereby determines the following monthly remuneration for members of the Company's Supervisory Board:

- 1) Chair of the Supervisory Board: PLN 9,000 (nine thousand, five hundred zlotys) gross,
- 2) Deputy Chair of the Supervisory Board: PLN 8,300 (eight thousand, three hundred zlotys) gross,
- 3) Member of the Supervisory Board: PLN 6,000 (six thousand zlotys) gross.

Section 2

The remuneration specified in Section 1 shall be paid in arrears by the 10th day of each month to the bank account of the Supervisory Board member. In the case of holding the office of a Supervisory Board member for an incomplete month, the remuneration shall be calculated proportionally, at the rate of 1/30 of the remuneration specified in Section 1 for each day of holding the office of a Supervisory Board member.

Section 3

This Resolution, providing for adjustment of the remuneration as of January 1st 2023, shall become effective as of its date and shall repeal all previous resolutions concerning the remuneration of members of the Supervisory Board.