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Registration of the share capital increase and related changes to the Company's Articles of Association in the Register of Entrepreneurs of the National Court Register (KRS)

XTPL S.A., a joint stock company with its registered office in Wrocław

Legal basis:
Article 56(1)(2) of the Act on Public Offering – current and financial reports

The Management Board of XTPL S.A. with its registered office in Wrocław ("Company") hereby reports that on December 17, 2024, the District Court for Wrocław Fabryczna in Wrocław, 6th Commercial Division of the National Court Register, registered amendments to the Company's Articles of Association arising from resolution No. 03/11/2024 of the Company's Extraordinary General Meeting of November 18, 2024 on increasing the Company's share capital by issuing series X ordinary bearer shares (fully disapplying shareholders' preemption rights), amending the Company's Articles of Association and applying for the admission and introduction of those shares to trading on the regulated market.

In connection with the registration of the increase in the Company's share capital through the issue of 300,000 (three hundred thousand) series X ordinary bearer shares ("Series X Shares"), the Company's share capital currently stands at PLN 264,987.70 (two hundred and sixty-four thousand nine hundred and eighty-seven zlotys 70/100) and is divided into 2,649,877 (two million six hundred and forty-nine thousand eight hundred and seventy-seven) ordinary bearer shares with a nominal value of PLN 0.10 (ten grosz) each, including:

a. 670,000 (six hundred and seventy thousand) series A shares;
b. 300,000 (three hundred thousand) series B shares;
c. 30,000 (thirty thousand) series C shares;
d. 198,570 (one hundred and ninety-eight thousand five hundred and seventy) series D shares;
e. 19,210 (nineteen thousand two hundred and ten) series E shares;
f. 19,210 (nineteen thousand two hundred and ten) series F shares;
g. 68,720 (sixty-eight thousand seven hundred and twenty) series G shares;
h. 68,720 (sixty-eight thousand seven hundred and twenty) series H shares;
i. 10,310 (ten thousand three hundred and ten) series I shares;
j. 5,150 (five thousand one hundred and fifty) series J shares;
k. 10,310 (ten thousand three hundred and ten) series K shares;
l. 140,020 (one hundred and forty thousand twenty) series L shares;
m. 155,000 (one hundred and fifty-five thousand) series M shares;
n. 47,000 (forty seven thousand) series N shares;
o. 41,400 (forty-one thousand four hundred) series O shares;
p. 42,602 (forty-two thousand six hundred and two) series P shares;
q. 78,000 (seventy-eight thousand) series S shares;
r. 125,000 (one hundred and twenty-five thousand) series T shares;
s. 45,655 (forty-five thousand six hundred and fifty-five) series U shares;
t. 275,000 (two hundred and seventy-five thousand) series V shares; and
u. 300,000 (three hundred thousand) series X shares.

The total number of votes carried by all the issued shares of the Company currently amounts to 2,649,877 (two million six hundred and forty-nine thousand eight hundred and seventy-seven).

In connection with the registration of amendments to the Company's Articles of Association resulting from the increase in the Company's share capital under the above Resolution No. 03/11/2024 of the Company's Extraordinary General Meeting of November 18, 2024, § 5(1) and § 5(2) of the Company's Articles of Association have been amended as follows:

"§ 5 Share capital

1. The share capital is PLN 264,987.70 (two hundred and sixty-four thousand nine hundred and eighty-seven zlotys and 70/100) and is divided into 2,649,877 (two million six hundred and forty-nine thousand eight hundred and seventy-seven) ordinary bearer shares with a nominal value of PLN 0.10 (ten grosz) each.
2. The share capital is divided as follows:
   a. 670,000 (six hundred and seventy thousand) series A shares with a nominal value of PLN 0.10 (ten grosz) each, and a total nominal value of PLN 67,000.00 (sixty seven thousand zlotys and 00/100);
   b. 300,000 (three hundred thousand) series B shares with a nominal value of PLN 0.10 (ten grosz) each, and a total nominal value of PLN 30,000.00 (thirty thousand zlotys and 00/100);
   c. 30,000 (thirty thousand) series C shares with a nominal value of PLN 0.10 (ten grosz) each, and a total nominal value of PLN 3,000.00 (three thousand zlotys and 00/100);
   d. 198,570 (one hundred and ninety eight thousand five hundred and seventy) series D shares with a nominal value of PLN 0.10 (ten grosz) each, and a total nominal value of PLN 19,857.00 (nineteen thousand eight hundred and fifty seven zlotys and 00/100);
   e. 19,210 (nineteen thousand two hundred and ten) series E shares with a nominal value of PLN 0.10 (ten grosz) each, and a total nominal value of PLN 1,921.00 (one thousand nine hundred and twenty one zlotys and 00/100);
   f. 19,210 (nineteen thousand two hundred and ten) series F shares with a nominal value of PLN 0.10 (ten grosz) each, and a total nominal value of PLN 1,921.00 (one thousand nine hundred and twenty one zlotys and 00/100);
   g. 68,720 (sixty eight thousand seven hundred and twenty) series G shares with a nominal value of PLN 0.10 (ten grosz) each, and a total nominal value of PLN 6,872.00 (six thousand eight hundred and seventy two zlotys and 00/100);
   h. 68,720 (sixty eight thousand seven hundred and twenty) series H shares with a nominal value of PLN 0.10 (ten grosz) each, and a total nominal value of PLN 6,872.00 (six thousand eight hundred and seventy two zlotys and 00/100);
   i. 10,310 (ten thousand three hundred and ten) series I shares with a nominal value of PLN 0.10 (ten grosz) each, and a total nominal value of PLN 1,031.00 (one thousand and thirty one zlotys and 00/100);
   j. 5,150 (five thousand one hundred fifty) series J shares, with a nominal value of PLN 0.10 (ten grosz) each, and a total nominal value of PLN 515.00 (five hundred and fifteen zlotys and 00/100);
   k. 10,310 (ten thousand three hundred and ten) series K shares with a nominal value of PLN 0.10 (ten grosz) each, and a total nominal value of PLN 1,031.00 (one thousand and thirty one zlotys and 00/100);

l. 140,020 (one hundred and forty thousand and twenty) series L shares, with a nominal value of PLN 0.10 (ten grosz) each, and a total nominal value of PLN 14,002.00 (fourteen thousand two zlotys and PLN 00/100);
m. 155,000 (one hundred and fifty five thousand) series M shares with a nominal value of PLN 0.10 (ten grosz) each, and a total nominal value of PLN 15,500 (fifteen thousand five hundred and 00/100);
n. 47,000 (forty seven thousand) series N shares with a nominal value of PLN 0.10 (ten grosz) each, and a total nominal value of PLN 4,700 (four thousand seven hundred zlotys and 00/100);
o. 41,400 (forty one thousand four hundred) series O shares with a nominal value of PLN 0.10 (ten grosz) each, and a total nominal value of PLN 4,140 (four thousand seven hundred and forty zlotys and 00/100);
p. 42,602 (forty two thousand six hundred and two) series P shares with a nominal value of PLN 0.10 (ten grosz) each, and a total nominal value of PLN 4,260.20 (four thousand two hundred and sixty zlotys and 00/100);
q. 78,000 (seventy eight thousand) series S shares, with a nominal value of PLN 0.10 (ten grosz) each, and a total nominal value of PLN 7,800.00 (seven thousand eight hundred zlotys and 0/100);
r. 125,000 (one hundred and twenty five thousand) series T shares with a nominal value of PLN 0.10 (ten grosz) each, and a total nominal value of PLN 12,500 (twelve thousand five hundred zlotys);
s. 45,655 (forty-five thousand six hundred and fifty-five) series U shares with a nominal value of PLN 0.10 (ten grosz) each, and a total nominal value of PLN 4,565.50 (four thousand five hundred and sixty-five zlotys and 50/100);
t. 275,000 (two hundred and seventy-five thousand) series V shares with a nominal value of PLN 0.10 (ten grosz) each, and a total nominal value of PLN 27,500.00 (twenty-seven thousand five hundred zlotys).
u. 300,000 (three hundred thousand) series X shares with a nominal value of PLN 0.10 (ten grosz) each, and a total nominal value of PLN 30,000.00 (thirty thousand zlotys and 00/100);

Appendix

Attached to this Current Report is the consolidated text of the Company's Articles of Association containing the above amendments.

Jacek Olszański
Management Board Member