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**Subject:** Court decision regarding changes in the Articles of Association of OPTeam S.A.

**Current report no:** 49/2013

**Legal basis:** § 38 section 1 item 2 of the Ordinance of the Minister of Finance of 19 February 2009 on current and interim disclosures submitted by the issuers of securities, and on conditions of considering as equivalent the disclosures required by law of a non-member state.

#### **Report content:**

The Management Board of OPTeam S.A. (OPTeam S.A., Company) announces that on 10.12.2013 a decision was received from the Regional Court in Rzeszów 12<sup>th</sup> Commercial Division of the National Court Register (Court) dated 06.12.2013, pursuant to which an entry was made in the register of entrepreneurs of the National Court Register to reflect changes in the Company's Articles of Association adopted by resolutions no 6/2013 and no 7/2013 of the Extraordinary General Meeting of OPTeam S.A. on 26.11.2013. The changes in the Articles of Association of OPTeam S.A. registered by the Court are as follows:

1) Amendment of Article 7.

Previous wording of Article 7:

“Article 7

The Company's scope of business includes:

- 1) Activities related to software,
- 2) Advisory services related to information technology,
- 3) Activities related to managing IT equipment,
- 4) Other services related to information and computer technologies,

- 5) Data processing; management of Internet sites (hosting) and similar activities,
- 6) Web portals,
- 7) Wholesale of computers, peripheral devices and software,
- 8) Wholesale of electronic and telecommunications equipment and components,
- 9) Wholesale of other office machinery and devices,
- 10) Non-specialised wholesale trade,
- 11) Retail sale of computers, peripheral devices and software in specialised stores,
- 12) Retail sale of other new products in specialised stores,
- 13) Retail sale via mail order houses or via Internet,
- 14) Other education, not elsewhere classified,
- 15) Repair and maintenance of machinery,
- 16) Repair and maintenance of electronic and optical equipment,
- 17) Repair and maintenance of electrical equipment,
- 18) Repair and maintenance of other equipment,
- 19) Installation of industrial machinery and equipment,
- 20) Electrical installation,
- 21) Plumbing, heat, gas and air-conditioning installation,
- 22) Other construction installation,
- 23) Repair and maintenance of computers and peripheral devices,
- 24) Repair and maintenance of (tele)communications equipment,
- 25) Reproduction of recorded media,
- 26) Manufacture of computers and peripheral equipment,
- 27) Wired telecommunications activities,
- 28) Wireless telecommunications activities, excluding satellite telecommunications,
- 29) Satellite telecommunications activities,
- 30) Other telecommunications activities,
- 31) Financial leasing,
- 32) Renting and operating of own or leased real estate,
- 33) Other business and management consultancy services,
- 34) Engineering activities and related technical consultancy,
- 35) Other technical testing and analysis,
- 36) Other research and experimental development on natural sciences and engineering,
- 37) Renting and leasing of office machinery and equipment, including computers,
- 38) Activities of call centres.”

New wording of Article 7 as registered by the Court:

“Article 7

The Company’s scope of business includes:

- 1) Activities related to software,
- 2) Advisory services related to information technology,
- 3) Activities related to managing IT equipment,
- 4) Other services related to information and computer technologies,
- 5) Data processing; management of Internet sites (hosting) and similar activities,
- 6) Web portals,
- 7) Wholesale of computers, peripheral devices and software,
- 8) Wholesale of electronic and telecommunications equipment and components,
- 9) Wholesale of other office machinery and devices,
- 10) Non-specialised wholesale trade,
- 11) Retail sale of computers, peripheral devices and software in specialised stores,
- 12) Retail sale of other new products in specialised stores,
- 13) Retail sale via mail order houses or via Internet,
- 14) Other education, not elsewhere classified,
- 15) Repair and maintenance of machinery,
- 16) Repair and maintenance of electronic and optical equipment,
- 17) Repair and maintenance of electrical equipment,
- 18) Repair and maintenance of other equipment,
- 19) Installation of industrial machinery and equipment,
- 20) Electrical installation,
- 21) Plumbing, heat, gas and air-conditioning installation,
- 22) Other construction installation,
- 23) Repair and maintenance of computers and peripheral devices,
- 24) Repair and maintenance of (tele)communications equipment,
- 25) Reproduction of recorded media,
- 26) Manufacture of computers and peripheral equipment,
- 27) Wired telecommunications activities,
- 28) Wireless telecommunications activities, excluding satellite telecommunications,
- 29) Satellite telecommunications activities,
- 30) Other telecommunications activities,
- 31) Financial leasing,

- 32) Renting and operating of own or leased real estate,
- 33) Other business and management consultancy services,
- 34) Engineering activities and related technical consultancy,
- 35) Other technical testing and analysis,
- 36) Other research and experimental development on natural sciences and engineering,
- 37) Renting and leasing of office machinery and equipment, including computers,
- 38) Activities of call centres,
- 39) Accounting and bookkeeping; tax consultancy,
- 40) Other human resources provision,
- 41) Photocopying, document preparation and other specialised office support activities,
- 42) Archives activities.”

2) Adding Article 8 with a symbol 1 with the following wording:

“Article 8<sup>1</sup>

1. The Management Board shall be authorised to increase the Company’s authorised capital within the statutory limit up to 31 October 2016 by way of one or several increases of the authorised capital.
2. The statutory capital limit amounts to PLN 150,000 (in words: one hundred and fifty thousand zlotys).
3. The Management Board may issue shares in return for contributions in cash and in kind.
4. The resolutions of the Management Board regarding setting the issue price and issuing shares for in-kind contributions must be approved by the Company’s Supervisory Board in writing, or shall otherwise be null and void.
5. Waiving pre-emptive rights in full or in part regarding each of the authorised capital increases within the statutory limit shall lie within the competence of the Management Board and shall be approved by the Company’s Supervisory Board in writing, or shall otherwise be null and void.”

The Company’s Management Board announces that the consolidated text of the Articles of Association of OPTeam S.A., including the changes registered by the Court, shall be published after it is approved by the Supervisory Board of OPTeam S.A.