

STATUTES of the Arbitration Court ARBI3 of 26 January 2024

(hereinafter also: "Statutes")

§ 1

General provisions

1. The ARBI3 Court of Arbitration (hereinafter also: the "**Court**") is a permanent arbitration court within the meaning of The Polish Code of Civil Procedure of 17 November 1964.
2. The Court is appointed to resolve disputes in the broad field of civil law, including in particular commercial disputes, with the exclusion of cases which under Polish law cannot be resolved through arbitration. Unless otherwise provided by Polish law, the Court shall hear:
 - a. disputes concerning property rights, with the exception of cases relating to maintenance;
 - b. disputes over non-property rights, if they can be the subject of a court settlement.
3. The seat of the Court is The Capital City of Wrocław.
4. The organisation of the Court is set forth in these Statute.
5. The Court is an independent, organisationally and functionally separate entity, operating in the form of a company Arbitrzy limited liability company (also: the "Company"). The Company does not conduct any activities other than those related to the functioning of the Court.
6. The organs of the Company shall exercise all the powers indicated in these Articles of Association or by law, including supervisory functions, taking into account the duty to promote the independence and impartiality of the Court, as well as the secrecy of the proceedings. The exercise by the organs of the Company of the powers referred to in the preceding sentence shall not affect the course or substantive outcome of proceedings before the Court or lead to unauthorised access to or disclosure of information covered by the secrecy of proceedings.

§ 2

Activities of the Court

1. The Court shall settle disputes in accordance with the rules and procedures set forth in the Rules of the Court, approved by the President of the Court. Amendments to the Rules

of the Court shall require the opinion of the Council of the Court, acting in accordance with §6 below, if established.

2. The activities of the Court for the purpose indicated in § 1(2) shall be conducted with respect to recognised standards in the field of arbitration.
3. In connection with the commencement and conduct of proceedings, the Tribunal shall charge the fees set out in the Schedule of Fees. The schedule of fees shall be determined by the President of the Tribunal.
4. The Court may conduct scientific, publishing and educational activities in the field of arbitration as well as other alternative dispute resolution methods.

§ 3

Arbitrators

1. The Court maintains a List of arbitrators, who are persons distinguished by their knowledge and practice in arbitration and the areas of law to which the disputes before the Court relate and who are recommended by the Court to resolve disputes within the scope of the Court's activities (hereinafter also referred to as the "**Arbitrators**" and the "**List**", respectively).
2. An arbitrator may be a natural person, irrespective of nationality, who has full legal capacity and enjoys full public rights.
3. A state judge may not be an arbitrator. This does not apply to retired judges.
4. Arbitrators are appointed for an indefinite period of time and are dismissed by order of the President of the Court.
5. The list is kept by the Registrar of the Court. The list may be updated at any time by way of an entry or deletion after an Arbitrator has been appointed or dismissed pursuant to paragraph 4 above.
6. An Arbitrator shall be impartial and independent, shall perform his function to the best of his knowledge and skills, and shall not be subject to any direction with respect to the decisions he issues.
7. In appointing an Arbitrator, the Court shall take into account the qualifications which an Arbitrator should possess due to the subject matter of the Court's activity and other circumstances ensuring that a person performing his function in the manner referred to in the foregoing paragraph 6 is appointed as an Arbitrator.

§ 4

Organs of the Court

The organs of the Court are:

- a. The President of the Court,
- b. The Council of the Court,
- c. The Registrar of the Court

§ 5

President of the Court

1. The President of the Court shall be the body representing the Court externally and directing the administration of the Court's affairs, as well as performing the activities set out in the Rules of Procedure of the Court.
2. The function of the President of the Court shall be performed by the President of the Management Board of the Company or the only member of the Management Board of the Company.
3. The responsibilities of the President of the Court include, in particular:
 - a. substantive supervision of the activities of the Registrar of the Court and the staff of the Court,
 - b. appointment and dismissal of arbitrators,
 - c. appointing and dismissing members of the Council of the Court,
 - d. overseeing the implementation of the Court's budget,
 - e. approving the Schedule of Fees,
 - f. preparing and presenting to the Company reports and statistical information on the activities of the Court,
 - g. other matters reserved for the jurisdiction of the President of the Court in the Statute or the Rules of the Court.
4. The President of the Court may appoint and dismiss the Vice President of the Court, who, within the scope of powers granted to him/her by the President of the Court, shall replace the President of the Court.

§ 6

Council of the Court

1. In order to improve the work of the Court, the President of the Court may appoint the Court Council. The Council of the Court shall consist of up to 5 persons, who shall be Arbitrators, the President of the Court and the Registrar of the court.

2. The members of the Council of the Court shall be appointed for an indefinite period of time and dismissed by order of the President of the Court.
3. The President of the Court shall be the Chairman of the Court Council.
4. The activities of the Council of the Court include:
 - a. supervising the formal activities of the Court, including the efficiency and timeliness of the handling of cases,
 - b. exercising an advisory function to the President of the Court,
 - c. advising on the direction of the Court,
 - d. proposing and giving its opinion on amendments to the Statute of the Court or the Rules of Procedure of the Court,
 - e. carrying out other activities specified in this Statute or indicated by the President of the Court.
5. The members of the Council of the Court shall perform their activities in person. Each member of the Council of the Court shall have one vote.
6. Meetings of the Council of the Court shall be convened by the President of the Court on his own initiative or at the request of at least one member of the Council of the Court, with the frequency necessary for the proper performance of the statutory tasks of the Council of the Court. Meetings of the Council of the Court may be held in person or by means of direct remote communication.
7. The Council of the Court shall act by an absolute majority. In the event of a tie, the President of the Court shall have the casting vote. Resolutions may be adopted without a meeting of the Council of the Court if all members of the Council of the Court agree to the content of the resolution in electronic form (e-mail).
8. Minutes of the meetings of the Council of the Court shall be drawn up and signed by at least the President of the Court and the Registrar of the court.

§ 7

The Registrar of the Court

1. The Registrar of the Court shall be an executive body reporting to the President of the Court in respect of the substantive business of the Court and in matters entrusted by the President of the Court.
2. The Registrar of the Court shall be appointed and dismissed by the President of the Court by order, after consultation with the Council of the Court, if already established.
3. The duties of the Registrar of the Court include:

- a. maintaining and preserving the records of the Court,
- b. maintaining the registry of the Court,
- c. taking minutes of hearings, if necessary,
- d. supervising the collection of fees as indicated in the Schedule of Fees,
- e. preparing court hearings,
- f. preparing meetings of the Council of the Court of First Instance,
- g. providing information on the workings of the Court and the rules under the Court Rules,
- h. undertaking other tasks assigned by the President of the Court.

§ 8

Confidentiality and Conflicts of Interest

1. The members of the Council of the Court, the President of the Court, Registrar of the court, the Arbitrators and the protocol officers are obliged to keep strictly confidential (secret) all information and documents relating to the arbitration proceedings or other information that they have obtained in connection with their functions. They are also required not to use the above information for purposes other than the performance of their duties in connection with the functioning of the Court.
2. Individuals performing functions in the bodies of the Court or the Company's bodies may not act as parties or attorneys for parties to arbitration proceedings before the Court. Arbitrators are further obliged, in connection with the consideration of disputes, to prevent the possibility of any conflict of interest with respect to them or the risk that they may not be considered impartial or independent.

§ 9

Amendments to the Articles of Association and their entry into force

1. Amendments to the Articles of Association shall be made by the Board of Directors of the Company, after consultation with the Court Council, if any. Amendments to the Articles of Association shall enter into force on the date of publication of the new consolidated text of the Articles of Association.
2. These Articles of Association shall enter into force on 26 January 2024.

This statute was drawn up in Polish and English. In case of discrepancies, Polish language version shall prevail.