

## Vedtægter

Foxway Remanufacturing ApS  
CVR-nr. 38 26 70 86

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## Articles of Association

Foxway Remanufacturing ApS  
Company reg. no. (CVR) 38 26 70 86

## **1 Selskabets navn og formål**

1.1 Selskabets navn er Foxway Remanufacturing ApS. Selskabet driver tillige virksomhed under binavnene Computer Client Direct ApS og DCC Remanufacturing ApS.

1.2 Selskabets formål er reparation, refurbishment, klargøring samt køb og salg, mv. af brugt eller nyt IT-udstyr af enhver art samt al virksomhed, som efter bestyrelsens skøn har forbindelse hermed.

## **2 Selskabets anpartskapital og omsættelighedsbegrænsninger**

2.1 Selskabets anpartskapital udgør DKK 50.000 fordelt i anparter à DKK 1.

2.2 Anparterne skal lyde på navn.

2.3 Anparterne er ikke-omsætningspapirer.

## **3 Elektronisk kommunikation**

3.1 Selskabet anvender elektronisk dokumentudveksling og elektronisk post (elektronisk kommunikation) i sin kommunikation med anpartshaverne. Selskabet kan til enhver tid vælge endvidere at kommunikere med almindelig brevpost.

3.2 Elektronisk kommunikation kan anvendes af selskabet til indkaldelse til ordinære og ekstraordinære generalforsamlinger, herunder ved udsendelse af dagsorden og fuldstændige forslag, fuldmagter, bestyrelses- og revisorerklæringer, delårsrapport, årsrapport, samt alle øvrige meddelelser og dokumenter, som i henhold til selskabets vedtægter eller selskabsloven skal udveksles mellem selskabet og anpartshaverne samt generelle oplysninger fra selskabet til anpartshaverne.

## **1 Name and purpose of the company**

1.1 The company's name is Foxway Remanufacturing ApS. The company also operates under the secondary names Computer Client Direct ApS and DCC Remanufacturing ApS.

1.2 The purpose of the company is repairing, refurbishment, preparation etc. of used and new IT-equipment, and any other activities that the board of directors deems to be ancillary or related thereto.

## **2 The company's share capital and restrictions on transferability**

2.1 The company's share capital amounts to DKK 50,000 divided into shares of DKK 1.

2.2 The shares are to be registered in the name of the holder.

2.3 The shares are non-negotiable instruments.

## **3 Electronic communication**

3.1 The company uses electronic document exchange and electronic mail (electronic communication) in its communications with the shareholders. Furthermore, the company may from time to time decide to communicate by regular post.

3.2 The company may use electronic communication in relation to notices of annual and extraordinary general meetings, including the submission of the agenda and complete proposed resolutions, proxies, statements from the board and auditor, interim financial report, annual report as well as any other announcements and documents, which in accordance with the articles of association or the Danish Companies Act must be exchanged between the company and its shareholders as well as general information from the company to the shareholders.

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| 3.3                          | Oplysning om kravene til de anvendte systemer samt om fremgangsmåden i forbindelse med elektronisk kommunikation med selskabet kan rekvireres ved henvendelse til selskabet.                              | 3.3                       | A description of the requirements for the systems used as well as the applicable procedures for using electronic communication will be made available upon request to the company.                                    |
| 3.4                          | Selskabet skal anmode anpartshaverne om en elektronisk adresse, hvortil meddelelser m.v. kan sendes. Det er anpartshavernes ansvar at sikre, at selskabet er i besiddelse af den korrekte e-mail adresse. | 3.4                       | The company shall request from the shareholders an electronic address to which notices etc. may be sent. It is the duty of the shareholders to ensure that the company is kept informed of the correct email address. |
| <b>4 Generalforsamlinger</b> |   | <b>4 General Meetings</b> |   |
| 4.1                          | Generalforsamlinger indkaldes af bestyrelsen med mindst to ugers og højst fire ugers varsel ved e-mail til hver enkelt anpartshaver, som er noteret i selskabets ejerbog.                                 | 4.1                       | General meetings are convened by the board of directors with minimum two weeks' notice and maximum four weeks' notice by email to each shareholder registered in the company's shareholders register.                 |
| 4.2                          | Selskabets ordinære generalforsamling afholdes senest fem måneder efter regnskabsårets udløb.   | 4.2                       | The company's annual general meeting shall be held no later than five months after the end of the financial year.   |
| 4.3                          | Generalforsamlingen ledes af en af bestyrelsen udpeget dirigent.  | 4.3                       | The general meeting is led by a chairman appointed by the board of directors.   |
| 4.4                          | Generalforsamlinger afholdes på selskabets hjemsted eller andet sted som bestyrelsen finder passende.   | 4.4                       | General meetings are held at the company's registered office or any other place the board of directors deem appropriate.  |
| 4.5                          | Dagsordenen for den ordinære generalforsamling skal omfatte:  | 4.5                       | The agenda for the annual general meeting must include:   |
|                              | 1. Forelæggelse af årsrapport med revisionspåtegning til godkendelse.   |                           | 1. Presentation of the annual report with auditors' report for adoption.  |
|                              | 2. Beslutning om anvendelse af overskud eller dækning af underskud i henhold til den godkendte årsrapport.  |                           | 2. Resolution concerning the appropriation of profits or losses as recorded in the adopted annual report.   |
|                              | 3. Valg af medlemmer til bestyrelsen.   |                           | 3. Election of members to the board of directors.   |
|                              | 4. Valg af revisor.   |                           | 4. Election of the company auditor.   |
|                              | 5. Eventuelt.   |                           | 5. Any other business.  |

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| <p>4.6 På generalforsamlingen giver hvert andelsbeløb på DKK 1 én stemme.</p> <p>4.7 Alle beslutninger på generalforsamlingen vedtages med simpelt stemmeflertal, medmindre selskabsloven foreskriver særlige regler om repræsentation og majoritet.</p> <p>4.8 Over det på generalforsamlingen passerede føres en kort beretning i selskabets forhandlingsprotokol, der underskrives af dirigenten.</p> <p><b>5 Selskabets ledelse</b></p> <p>5.1 Selskabet ledes af en af generalforsamlingen for et år ad gangen valgt bestyrelse på et til syv medlemmer. Bestyrelsen vælger selv sin formand.</p> <p>5.2 Beslutninger træffes ved almindelig stemmeflertal. I tilfælde af stemmelighed i bestyrelsen, er formandens stemme udslagsgivende.</p> <p>5.3 Bestyrelsen ansætter en direktion bestående af et til tre medlemmer.</p> <p>5.4 Bestyrelsen er bemyndiget til at træffe en eller flere beslutninger om udlodning af ekstraordinært udbytte i overensstemmelse med reglerne i selskabslovens § 182 og § 183.</p> <p><b>6 Tegningsret</b></p> <p>6.1 Selskabets tegnes af bestyrelsens medlemmer hver for sig eller af en direktør alene.</p> <p><b>7 Regnskabsår</b></p> <p>7.1 Selskabets regnskabsår løber fra den 1. januar til den 31. december.</p> | <p>4.6 Each share amount of DKK 1 carries one vote at the general meeting.</p> <p>4.7 All resolutions passed at the general meeting are adopted by a simple majority of votes, unless special majority or representation is required by the Danish Companies Act.</p> <p>4.8 In regards to the events at the general meeting, brief minutes of meeting are entered in the company's minute book and signed by the chairman of the meeting.</p> <p><b>5 The company's management</b></p> <p>5.1 The company is managed by a board of directors consisting of one to seven members elected at the general meeting for one year at a time. The board of directors elects its own chairman.</p> <p>5.2 Resolutions are passed by a simple majority of votes. In the event of a tied vote among the board of directors, the chairman casts the deciding vote.</p> <p>5.3 The board of directors appoints an executive board consisting of one to three members.</p> <p>5.4 The board of directors is authorised to pass one or more resolutions on distributing extraordinary dividends in accordance with sections 182 and 183 of the Danish Companies Act.</p> <p><b>6 Signatory Powers</b></p> <p>6.1 The company is bound by a member of the board of directors or by an executive officer.</p> <p><b>7 Financial year</b></p> <p>7.1 The company's financial year runs from 1 January to 31 December.</p> |
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Således vedtaget på selskabets ekstraordinære generalforsamling den 5 september 2022.

Adopted at the extraordinary general meeting held on 5 September 2022.