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**CDW Corporation**

**Extract: Charter Amended/Restated (Plain English Desc)** from a [8-K](#) on 05/22/2023

[SEC Document](#)

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On May 18, 2023, CDW Corporation (the "Company") held the 2023 Annual Meeting of Stockholders (the "Annual Meeting"). At the Annual Meeting, the stockholders of the Company approved amendments to the Company's Sixth Restated Certificate of Incorporation (the "Certificate of Incorporation") (i) to allow stockholders the right to call special meetings (the "Special Meeting Right Amendment") and (ii) to reflect new Delaware law provisions regarding officer exculpation (collectively, the "Amendments"), as further described in the Company's Definitive Proxy Statement on Schedule 14A filed with the Securities and Exchange Commission on April 7, 2023. The Amendments to the Certificate of Incorporation became effective upon the filing of the Seventh Amended and Restated Certificate of Incorporation (the "Amended and Restated Certificate of Incorporation") with the Secretary of State of the State of Delaware on May 18, 2023.