

STATUTE

APPLiA POLSKA

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STATUTE APPLiA POLSKA

Chapter I: Name, registered office and territory of operation

§ 1 [Name]

1. The association of employers-manufacturers of domestic equipment (Association) shall hereby be established and shall operate under the name of: „APPLiA Polska”.
2. The Association may also use the abbreviated name: „APPLiA Polska”.

§ 2 [Registered office]

The registered office of APPLiA Polska shall be in the city of Warsaw [Poland].

§ 3 [Territory of operation]

APPLiA Polska shall operate in the territory of Poland and beyond.

Chapter II: Bodies of the Association: powers, election, removal and term of office

§ 4 [Bodies of the Association]

The bodies of the Association:

- 1) The General Assembly,
- 2) The Association’s Council,
- 3) The Management Board.

§ 5 [Powers of the General Assembly]

1. The General Assembly shall map out the policy and define specific targets of APPLiA Polska activities.
2. The General Assembly shall have the exclusive authority to adopt resolutions concerning:
 - 1) acquiring membership,
 - 2) loss of membership,
 - 3) appointing and removing the Members of the Association’s Council, including the Chairman of the Association’s Council
 - 4) appointment and removing of the only member of the Management Board who is also the President of the Management Board,
 - 5) adopting the budget,
 - 6) consent to the incurring by APPLiA Polska of liabilities not covered by the budget approved by the General Meeting, if the total value of such liabilities during the year exceeds 10% of the budget for a given year, unless such a commitment is financed in the manner specified in §22 section 2,
 - 7) amendments to the Statute of APPLiA Polska,
 - 8) joining a federation or a confederation of employers' associations,
 - 9) joining international organizations,
 - 10) expressing consent for the Management Board to undertake activities consisting in acquiring or taking up shares, stocks, etc. in other entities, or acquiring an enterprise or an organized part of an enterprise,
 - 11) approval of financial statements and the report on APPLiA Polska’s budgetary performance,
 - 12) granting discharge to members of the Association’s Council and the Management Board,
 - 13) Dissolution of APPLiA Polska
 - 14) Establishing the minimum membership fee

§ 6 [Mode of operation of the General Assembly]

1. Each member of APPLiA Polska shall be entitled to participate in the General Assembly.
2. Members of APPLiA Polska shall act at the General Assembly through persons authorized to represent them. Members may take part in the General Assembly and exercise their voting right also by proxy. The power authorizing to participate and vote at the General Assembly should be

made in writing. If a member is acting by a proxy, the proxy should be authorized to make binding statements in the name and on behalf of the represented member concerning all matters on the agenda. A proxy shall not represent more than one member at any one time.

3. The General Assembly shall be convened by the Management Board at their own initiative, at the request of the Association's Council or upon a motion filed by one-third of the total number of APPLiA Polska members. Should the General Assembly fail to be convened within 14 days from the date of receiving a relevant motion, the General Assembly shall be convened by the applicant subject to further provisions of the Statute.
4. The General Assembly shall be convened by means of registered mail or a courier delivering notice to the address indicated in the register of members maintained by the Management Board. Instead of registered mail or consignment vested by a courier, the notification can be sent by fax or e-mail with confirmation of receipt. The General Assembly should be convened on a working day (Saturdays included) falling not earlier than 14 and not later than 30 days from the date the notice on convening the General Assembly was dispatched. The notification of convening the General Assembly should contain a detailed agenda, the date, place and time of the beginning of the General Assembly, and the notification should specify two meeting dates, and the interval between the dates cannot be shorter than 30 minutes. The notification should indicate what is the consequence of the lack of a quorum on the first date of the meeting, pursuant to § 7 section 3 of the Statute. If participation in the General Assembly takes place using electronic means of communication, the notice should additionally include information on how to participate in the meeting, express opinions during it, exercise voting rights at it and raise objections to any adopted resolution or resolutions. The General Assembly shall be held in Warsaw, or any other location within the territory of the Republic of Poland agreed to by the Association's Council.
5. The General Assembly may be held without being formally convened, if all APPLiA Polska members are represented at the Assembly and none of the members present oppose either to the holding of the General Assembly or placing particular matters on the agenda.
6. The General Assembly shall not adopt resolutions on matters not included in the agenda, unless all APPLiA Polska members are present at the General Assembly and none of those present object to putting matters on the agenda.
7. The General Assembly concerning the approval of the financial statements of APPLiA Polska, the budget report and granting discharge for the fulfilment of duties performed by APPLiA Polska bodies shall be convened on the 30th of June of a given year, at the latest.
8. Resolutions of the General Assembly may be adopted in writing without convening the General Assembly, if all members of APPLiA Polska are properly notified of the written vote and if more than half of APPLiA Polska members, representing more than half of the total number of votes, agree to the content of the resolution, unless the Statute of the Association provides otherwise. Voting in writing shall be organized by the Management Board. The period of collecting signatures under the content of the resolution may not exceed 30 days, while the period of collecting signatures is each time determined by the Management Board when organizing a written vote. The Management Board shall forthwith notify all APPLiA Polska members about adopting a resolution in writing. Voting in writing shall not be permitted in matters relating to the appointment or removal of members of the Association's bodies, giving discharge for the fulfilment of duties performed by the Association's bodies, amendments to the Association's Statute and the liquidation of the Association.
9. Participation in the General Assembly is also possible by means of electronic communication. The person convening the General Meeting decides about participation in the General Meeting in the manner referred to in the preceding sentence. Participation in such a General Assembly includes, in particular, two-way real-time communication for all persons participating in the General

Assembly, under which they may take the floor during the General Assembly, staying in a place other than the venue of the General Assembly and exercise in person or through a proxy their right to vote before or during the General Assembly. The Association's Council shall define in the form of regulations detailed rules of participation in the General Assembly by way of electronic communication means. The Regulations may not lay down requirements and restrictions that are not necessary to identify members and ensure the security of electronic communications.

10. The General Assembly is opened and chaired by the Chairman of the Association's Council. In the event of his or her absence or vacancy, the General Assembly is opened and chaired by the President of the Management Board. In the absence or vacancy of the persons referred to earlier, the General Assembly is opened by a representative of the current member of APPLiA Polska, who represents the highest Income (within the meaning of § 7 section 1 of the Statute) among all members of APPLiA Polska present at this General Assembly, and then orders the election of a Chairman of the General Assembly, who then further chairs the General Assembly.
11. The General Assembly may adopt regulations governing its meeting.

§ 7 [Voting at the General Assembly]

1. The number of votes an APPLiA Polska member shall be entitled to at the General Assembly shall depend on the income from the sale of domestic equipment (understood as electrical equipment intended for household use, which is determined by the Association's Council on the proposal of the Management Board)
 2. in the territory of Poland ("Income"). Each PLN 10,000,000 (ten million Polish zlotys) reached of Income shall entitle to one vote, however each member has a minimum of three votes, regardless of their Income. If a given member reaches more than PLN 30,000,000 of Income (thirty million Polish zlotys), then every PLN 10,000,000 (ten million Polish zlotys) of Income in excess of this amount gives additionally one vote. Income shall include direct sales to customers in Poland, sales to traders offering domestic equipment to customers in Poland, sales to other APPLiA Polska members and servicing of domestic equipment in the territory of Poland. Income shall not include own export as well as export by the agency of subsidiaries, including sales to member states of the European Union and exports beyond European Union borders.
3. Each member shall submit to the Management Board a statement concerning their Income. The above statement should be confirmed by a person authorised to represent the given member. This statement shall be submitted by the 30th of September each year and refer to sales for the previous financial year. The submitted statement shall constitute the basis for determining the number of votes a given member shall be entitled to at a General Assembly in the period from the 1st of October to 30th of September of the following year and also the membership fee for the following calendar year, subject to other provisions of this Statute. A member of APPLiA Polska who doesn't submit the aforementioned statement shall be deprived of the right to vote on the General Assembly until they remedy this lack. The Management Board maintains a register of Association's members, where they record the number of votes a given member is entitled to at the General Assembly. The above register shall be open to all members.
 - 2.a Subject to paragraph 2.b below, in the event of the accession of a new member who does not have data for the previous full financial year, the statement indicated in § 7 section 2 sentence 1 of the Statute should cover the last twelve months of sales of household appliances on the Polish territory before accession to APPLiA Polska, or in the absence of such data (if a member of APPLiA Polska has been operating for less than 12 months), the period between the start of sales and the date of accession to APPLiA Polska.
 - 2.b In case of accession of a new member who is a member of the capital group of a current member of APPLiA Polska pursuant to § 14 section 1 point 2) below, the new member may assume the rights and obligations of the current member of APPLiA Polska on the day of accession on a

continuation basis, i.e. in particular by taking over their votes at the General Assembly and the obligation to pay the membership fee, provided that the current member of APPLiA Polska leaves APPLiA Polska at the same time, by submitting a prior relevant written statement indicating they wish to leave the association within the above-mentioned procedure. The new member includes in their declaration of Income, in addition to their Income, also the Income of the current member of APPLiA Polska achieved by the current member until the new member joins, however, Income from the sale of the same household appliances in Poland may be taken into account once. The new member is obliged to confirm the will to join APPLiA Polska on the terms described above in their application for accession referred to in § 15 section 1.

3. The General Assembly has the power to adopt resolutions on the first convocation date, if its meeting is attended by members representing more than half of the total number of members representing more than half of the total number of votes. On the second convocation date, the General Assembly has the power to adopt resolutions if its meeting is attended by members representing at least 33% (thirty three percent) of the total number of members representing at least 50% (fifty percent) of the total number of votes.
4. Except where the provisions of the Statute provide otherwise, a resolution of the General Assembly shall be deemed adopted if more than half of the present members representing more than half of the votes represented at that General Assembly (on the first convocation date) voted for it, or if more than half voted for it from the present members (representing at least 33% of the total number of APPLiA Polska members), representing more than half of the votes represented at this General Assembly (on the second convocation date).
5. Resolutions on matters relating to the obligations of APPLiA Polska not included in the budget adopted by the General Assembly, unless under the case indicated in §22 section 2, are taken by a majority of 3/4 of the votes of members present at a given General Assembly or by a majority of 3/4 of all votes if the resolution is adopted in writing.
6. Resolutions adopted by the General Assembly should be included in the register of resolutions maintained by the Management Board. Resolutions shall be signed by the chairman of the General Assembly and the minutes secretary.
7. The voting shall be open.
8. Secret voting is ordered during elections and when voting on motions to dismiss members of APPLiA Polska bodies, to bring them to justice, as well as in other personal matters, including granting discharge to members of the Association's Council

§8 [The Association's Council]

1. The Association's Council consists of 3 to 6 members, including the Chairman of the Association's Council, appointed by the General Assembly in accordance with §5 section 3 point 3 of the Statute.
2. Members of the Association's Council are appointed for a joint term of office lasting 4 years, which ends on the date of the General Assembly, the subject of which is to grant discharge to members of the Association's Council for the last full calendar year of their office.
3. The Chairman of the Association's Council opens and chairs the General Assembly (if present at this General Meeting), presents the positions of the Association's Council, and manages the work of the Association's Council.
4. A candidate for the position of a member of the Association's Council should hold a key position in the enterprise of one of the members of APPLiA Polska. The mandate of a member of the Association's Council shall expire before the end of the term of office for which they were appointed due to death, resignation, dismissal from a key position in the enterprise of a member of APPLiA Polska about which such a member of APPLiA Poland should immediately inform the Management Board or removal from the Association's Council by the General Assembly.
5. In the event of the expiration of the mandate of a member of the Association's Council as a result of the circumstances referred to in section 4 above, the Association's Council may act in a setting

of not less than 3 members until the appointment of the remaining members of the Association's Council by the General Assembly, and the Management Board should convene the General Assembly in order to make a supplementary election.

6. The provisions of the Statute as adopted by the General Assembly on the 29th of June 2020 shall apply to members of the Association's Council of the first term of office, subject to any amendments to the Statute adopted during their term of office.

§ 9 [Powers of the Association's Council]

1. The Association's Council, within its powers, is entitled to:
 - a. giving opinions on the Management Board's proposals regarding activities consisting in the acquisition or taking up of shares, stocks, etc. in other entities, acquisition of an enterprise or an organized part of an enterprise,
 - b. giving opinions on the approval given to the Management Board by the General Assembly to incur liabilities not included in the budget of APPLiA Polska, if the total value of such liabilities during the year exceeds 10% of the budget for a given year,
 - c. Presenting strategic directions for APPLiA Polska's operations, to be taken into account by the Management Board in the course of APPLiA Polska's operations,
 - d. approval of the strategic directions of APPLiA Polska's activities presented by the Management Board for a given financial year,
 - e. applying to the Management Board for information on the activities of APPLiA Polska,
 - f. expressing opinions on annual financial statements as well as budget assumptions and the annual contributions of APPLiA Polska,
 - g. expressing opinions on granting discharges to a member of the Management Board,
 - h. giving recommendations to the General Assembly regarding the admission of a new member to APPLiA Polska,
 - i. giving recommendations to the General Assembly regarding a candidate for a member of the Management Board,
 - j. giving recommendations to the General Assembly regarding the accession of APPLiA Polska to other organizations,
 - k. defining the regulations for participation in the General Assembly by means of electronic communication.
 - l. defining the scope of the term household appliances, at the request submitted by the Management Board.
2. The Association's Council makes decisions in the form of resolutions by an absolute majority of votes, however, in each case at least 3 votes for the resolution are required.
3. Each member of the Association's Council has one vote. In the event of an equal number of votes, the Chairman of the Association's Council has the casting vote.
4. Resolutions may be adopted at a meeting in the presence of at least three members or in writing, including by means of electronic communication, and in the case of adopting resolutions by means of electronic communication, secret voting is possible provided that none of the members of the Association's Council objects. A meeting of the Association's Council may be convened by any of its members or the President of the Management Board. Resolutions may be adopted at a meeting convened in Warsaw or any other venue, if all members agree, provided that all members have been notified in writing about the subject, date and venue of the meeting. A meeting of the Association's Council should be convened on a working day (including Saturdays) falling not earlier than 14 and not later than 30 days from the date of sending the notice of convening the meeting. However, in exceptional circumstances, the Association's Council may be convened as a matter of urgency, i.e. without the above-mentioned deadlines, with the consent of all members of the Association's Council.

§ 10 [Powers of the Management Board]

1. The Management Board conducts the affairs of APPLiA Polska and represents APPLiA Polska.
2. The Management Board consists of one member of the Management Board who is also the President of the Management Board, appointed in accordance with §11 of the Statute.
3. APPLiA Polska is represented by the President of the Management Board acting independently.

4. The Management Board is obliged to obtain the consent of the General Assembly to incur liabilities on behalf of APPLiA Polska, other than those indicated in §22 section 2 which have not been approved by the General Assembly in the budget if the total value of such liabilities during the year exceeds 10% of the budget for a given year.
5. The Management Board implements resolutions of the General Assembly and the Association's Council.
6. The Management Board should take into account the content of the resolutions of the General Assembly and the Association's Council as part of acting on behalf of APPLiA Polska, in accordance with the relevant provisions of the Statute of APPLiA Polska.

§ 11 [Election and removal procedure and the term of office of the Management Board]

1. The only member of the Management Board who is also the President of the Management Board is appointed and recalled by the General Assembly.
2. The only member of the Management Board shall be appointed for a 4-year term of office, which ends on the date of the General Assembly, the subject of which is to discharge him / her for the last full calendar year of his / her office.
3. The mandate of the member of the Management Board expires before the end of the term of office for which he / she was appointed as a result of his death, resignation or dismissal by the General Assembly.
4. The provisions of the Statute in the wording adopted by the General Assembly on the 29th of June 2020 shall apply to the member of the Management Board appointed for a term commencing at the time of registration of the amendment to the Statute adopted by a resolution of the General Assembly on the 29th of June 2020, subject to any amendments to the Statute adopted during his term of office.

Chapter III: Basic goals and tasks of the Association and ways and forms of realising them

§ 12 [The basic goals and tasks of APPLiA Polska]

1. APPLiA Polska is an association of employers conducting commercial activity not focused on maximizing its profit. The profit from the commercial activity of APPLiA Polska shall be assigned to fulfilling statutory goals and cannot be divided between members.
2. The goals of APPLiA Polska shall in particular include:
 - a. to represent the interests of employers – domestic equipment manufacturers, members of APPLiA Polska in front of the state, public administration, territorial government authorities and all other organizations,
 - b. to coordinate, in technical areas, the participation of Polish domestic equipment manufacturers in international, European and national standardization, certification and similar bodies,
 - c. to conduct studies and other research aimed at providing information to domestic equipment manufacturers in Poland and formulating a common policy.
 - d. to collect data and statistics to provide information to members of the Association about the situation of the domestic equipment industry in Poland, Europe and the World
 - e. to maintain contacts with opinion-makers, consumers, employee representatives, scientific communities, economic and social organizations and the mass media connected with the realization of APPLiA Polska goals
 - f. activity in the wide scope of environmental protection such as: propagating the idea of sustainable development, helping its members to fulfil their obligations concerning

- environmental protection and taking up diverse activities aimed at increasing the ecological awareness of the society,
- g. establishment, payment and taking up of shares in a waste electrical and electronic equipment recovery organization, active participation in this organization's operations, control and supervision of its activity.
3. APPLiA Polska shall not undertake any actions influencing competitiveness of its members or other entities.

§ 13 [Ways and forms of realizing APPLiA Polska's goals and tasks]

1. In order to realize the tasks relating to representation of the interests of APPLiA Polska members on the European arena, the Association shall join the European Committee of Manufacturers of Domestic Equipment (CECED) and its bodies shall take an active part in the work of CECED (currently APPLiA Home Appliance Europe).
2. APPLiA Polska and all of APPLiA Polska's bodies shall take decisions and act in compliance with the standards adopted by APPLiA Home Appliance Europe and in compliance with the Compliance Policy of APPLiA Polska.
3. Bodies of APPLiA Polska shall notify members of the Association about any matters addressed in APPLiA Home Appliance Europe's discussions.
4. Based on annual budgets, APPLiA Polska shall detail the scope of tasks connected with the realization of the basic goals of APPLiA Polska.
5. APPLiA Polska, when fulfilling its statutory goals, may establish and invest in commercial law companies (including the recovery organization of electrical and electronic equipment set up on the basis of relevant legislation) and other organizations.
6. Moreover APPLiA Polska, in order to fulfil its statutory goals may conduct other, legally allowed forms of activity, in particular:
 - a. Taking up the initiatives in the scope of its statutory goals by organization trainings conferences, consultations, courses, seminars, lectures, shows and other meetings both for its members and third parties;
 - b. Conduct publishing activity, studies, market researches, consulting and expertise in the scope of statutory activity;
 - c. Collection, elaboration and analysing of information concerning Domestic Appliances industry in Poland and all over the world.
7. The commercial activity of APPLiA Polska to fulfil its statutory goals shall be:
 - a. Market and public opinion survey (PKD 73.20.Z)
 - b. Other surveys and technical analyses (PKD 71.20.B)
 - c. Other advising in the scope of running commercial activity and management (PKD 70.22.Z)
 - d. Other non-school form of education not elsewhere classified (PKD 85.59.B)
 - e. Other publishing activity (PKD 58.19.Z)
 - f. Activity concerning organization of fairs, exhibitions and congresses (PKD 82.30.Z)
 - g. Other professional, scientific or technical activity not elsewhere classified (PKD 74.90.Z).

Chapter IV: Acquiring and losing membership

§ 14. [Membership criteria]

1. Only employers, within the meaning of Article 3 of the Labour Code, may be members of APPLiA Polska if they are:
 - 1) entrepreneurs manufacturing domestic equipment in the territory of Poland,
 - 2) direct members of APPLiA Home Appliance Europe or members of the capital group (within the meaning of the relevant provisions of the Accounting Act) of members of APPLiA Home Appliance Europe or APPLiA Polska selling household appliances on the territory of Poland,

- 3) representative offices or branches of manufacturers of household appliances from the European Union or members of the capital group (within the meaning of the relevant provisions of the Accounting Act) of manufacturers of household appliances from the European Union or outside the European Union,
 - 4) entrepreneurs which are agents (on the appropriate contract validity) of producers of domestic equipment, selling domestic equipment of this producer in the territory of Poland, subject to their recommendation by a 3 / 4 of APPLiA Polska members, other than pointed in points 1 to 3..
2. Each member of APPLiA Polska accepts the Compliance Policy of APPLiA Polska by submitting a relevant declaration. New members of APPLiA Polska submit such a declaration before obtaining the membership in APPLiA Polska.
 3. The condition for gaining membership in APPLiA Polska is the acceptance by a member of APPLiA Polska of the Code of Good Practices in the Sale of Household Appliances by submitting a one-time written declaration (in the case of a new member, prior to becoming a member of APPLiA Polska).

§ 15 [Acquisition of membership]

1. With the exception of the founding members, membership in APPLiA Polska is acquired upon a written application for accession, in accordance with the requirements of APPLiA Polska, upon the adoption of a relevant resolution by the General Assembly of APPLiA Polska, provided that the membership criteria specified in this Statute are met.
2. The register of APPLiA Polska members is kept by the Management Board.

§ 16 [Loss of membership]

1. Membership in APPLiA Polska is forfeited after one year from the date of submitting a written declaration to the Management Board on withdrawal from the Association with the obligation to pay the due contribution for the period until the withdrawal becomes effective, and in special cases, with the prior consent of the General Assembly and at the express request of a given member , the loss of membership may take place in a shorter period with effect at the end of a given calendar year, provided that the withdrawing member pays the membership fees due for the entire calendar year in which he / she made a declaration of withdrawal from the Association. The obligation to pay the membership fee referred to in the preceding sentence shall not apply when the obligation to pay the membership fee is taken over by a new member of APPLiA Polska pursuant to § 7 section 2.b of the Statute.
2. Regardless of the declaration of withdrawal from the Association referred to in section 1 above, loss of membership in APPLiA Polska takes place upon the adoption by the General Assembly of a resolution on the loss of membership. Resolution on the loss of membership shall be adopted in the case of:
 - 1) termination of a business activity by a member,
 - 2) loss of the employer status,
 - 3) failure to satisfy other membership criteria specified in this Statute for a period of one year,
 - 4) delay in the payment of membership fees exceeding half a year or delay in performing other obligations of a member of APPLiA Polska mentioned in this Statute.
 - 5) serious infringement of competition law, including, in particular breach of competition law by a member representative, executed within the activity of APPLiA Polska, if the relevant member does not provide an unequivocal declaration distancing himself/herself from the actions of his/her representative. In such a case, it is assumed the deeds of the representative were supported by the member and thus it is considered to be an action of a member of APPLiA Polska.
 - 6) submitting by a member of APPLiA Polska of the declaration referred to in § 7 section 2.b.

3. In voting on the resolution stating the loss of membership in APPLiA Polska, the votes of the member concerned shall not be taken into account.

CHAPTER V: Rights and duties of members of the Association

§ 17 [Rights of a member]

Each member of APPLiA Polska shall have the right to:

- 1) participate in all the decisions of APPLiA Polska involving its interests,
- 2) obtain information about the activities of APPLiA Polska,
- 3) participate in and vote at the General Assembly of APPLiA Polska,
- 4) leave the Association giving at least a one year's notice,

§ 18 [Duties of a member]

1. A member of APPLiA Polska shall be obliged to cooperate and support, within its means, the activities of APPLiA Polska.
2. A member of APPLiA Polska shall be obliged to pay its membership fees in a timely manner as well as the other obligations putted on the member of APPLiA Polska.

Chapter VI: Amendments to the Statute, dissolution of the Association and allocation of its property in the case of liquidation

§ 19 [Amendments to the Statute]

Any amendments to the Statute shall require a resolution of the General Assembly adopted by a majority of two thirds of votes represented at the General Assembly in the presence of more than half the total number of APPLiA Polska members. The provisions of §7 section 3 sentence 2 of the Statute regarding the second date of the General Assembly do not apply.

§ 20 [Dissolution of APPLiA Polska]

APPLiA Polska shall be dissolved pursuant to the resolution of the General Assembly adopted by a majority of two thirds of votes represented at the General Assembly in the presence of more than half the total number of APPLiA Polska members. The provisions of §7 section 3 sentence 2 of the Statute regarding the second date of the General Assembly do not apply.

§ 21 [Liquidation of APPLiA Poland]

In the event of dissolution of the Association, its liquidation is carried out by the Management Board, unless otherwise stated in the resolution of the General Assembly. The property of the Association remaining after its liquidation is distributed among the members according to the amount of contributions actually paid by a given member during the three years preceding the dissolution of the Association.

Chapter VII: Manner of obtaining financial resources and fixing membership fees

§ 22 [Financing of APPLiA Poland]

1. The activity of APPLiA Polska is financed from membership fees, donations, inheritances, bequests, own business and income from the assets of APPLiA Polska.
2. Where a given project and activity of APPLiA Poland is not covered by the adopted budget, and such project or activity concerns all or some members, such activity may be financed by these members through additional membership contributions. The amount of additional contributions

per each member of APPLiA Polska is each time determined by the Management Board after consultation with the members concerned. Decisions on the allocation of funds from additional contributions are made by these members, and after they have paid these contributions, the Management Board has the possibility to implement the given project or action.

§ 23 [Manner of fixing membership fees]

1. A membership fee shall be fixed in proportion to the number of votes held by a member at the General Assembly.
2. The amount of the membership fee due from a given member is determined by the Management Board as the product of the number of votes held by a given member at the General Assembly and the quotient of the amount approved by the General Meeting for a given year as the budget of APPLiA Polska and the total number of votes that all members of APPLiA Polska are entitled to, and in each case the membership fee cannot be lower than the minimum amount of contribution adopted by the General Assembly. The detailed rules and dates for paying membership fees shall be each time determined by a resolution of the General Assembly approving APPLiA Polska's budget for the given year.
3. In the situation when the expenditures concerning the activity of APPLiA Polska may exceed the amount set in the budget for the given year, the General Assembly may during the given year, set additional membership fees in the form of a resolution to cover unexpected expenditures.
4. If a new member joins APPLiA Polska, the contribution due for the period from joining APPLiA Polska to the end of the calendar year in which the accession took place is calculated by the Management Board taking into account the average percentage (rounded to three decimal places) of the amount of contributions of all APPLiA Polska members in relation to the income indicated in the declarations constituting the basis for the calculation of contributions for a given calendar year. The contribution of a new member for the remainder of the year may not be lower than the appropriate part of the minimum membership fee indicated in section 2 above, for this part of the year. The above rule does not apply in the case referred to in § 7 section 2.b.

§ 24 [Founding committee]

The founding committee of APPLiA Polska consists of the following persons:

- 1) Wojciech Konecki
- 2) Bernhard Horak,
- 3) Jacek Rutkowski.