

STATUTE OF THE FOUNDATION
PLANT-FOR-THE-PLANET FOUNDATION

Preamble

The Plant-for-the-Planet Foundation was established on February 12, 2010 as a trust foundation. Due to the growing amount of work involved in fulfilling the foundation's purpose and the growing number of voluntary sponsors and supporters, it was converted into a foundation with legal capacity in 2011.

The foundation sees itself as an internationally active organization. In principle, its field of activity is the whole world. In its activities, the Foundation is committed to the idea of international understanding. It is not bound to any particular political or religious organization or ideology.

§ 1 Name, legal form, registered office and financial year

- (1) The foundation bears the name:
PLANT-FOR-THE-PLANET FOUNDATION
- (2) The foundation is a foundation with legal capacity under civil law based in Uffing am Staffelsee.
- (3) It pursues public purposes.
- (4) The financial year is the calendar year.

§ 2 Purpose of the foundation

- (1) The purpose of the foundation is
 - a. the promotion of science and research;
 - b. the promotion of education, public and vocational training, including student aid;
 - c. the promotion of an international mindset, tolerance in all areas of culture and the idea of international understanding;
 - d. the promotion of development cooperation;
 - e. the promotion of civic engagement for charitable purposes;
 - f. the promotion of nature conservation and landscape management within the meaning of the Federal Nature Conservation Act and the nature conservation laws of the federal states as well as environmental protection, including climate protection.

- (2) The foundation realizes its purpose in particular by
- a. the organization of seminars, international meeting days and international discussion forums (in person and virtually) for children, young people and, in some cases, adults on topics relating to global environmental and climate protection, the promotion of world peace (through cross-border meeting opportunities) and the creation of personal skills to deal with these topics themselves;
 - b. Enabling children, young people and adults to participate in events organized by international organizations (e.g. Food and Agriculture Organization of the United Nations, United Nations Environment Programme, United Nations Framework Convention on Climate Change, United Nations Educational, Scientific, Cultural and Communication Organization, etc.);
 - c. Tree planting campaigns in conjunction with seminars or as stand-alone campaigns and encouraging children and young people to carry out planting campaigns themselves and to call for nature conservation;
 - d. Commissioning, preparation, initiation and dissemination of studies or research work on global topics, in particular on global renaturation research (also through the provision of reforestation areas), on cross-border environmental protection, on the social participation of children and young people worldwide as well as their education and empowerment;
 - e. the organization of discussion events and conferences on civil society issues;
 - f. Publications on global topics, in particular on global renaturation research, cross-border environmental protection, social participation of children and young people worldwide as well as their education and empowerment and the distribution of these publications;
 - g. the development and operation of digital tools (e.g. software applications ("apps")) that promote renaturation, empowerment and education, especially in developing countries, other measures to promote cosmopolitan thinking and action;
 - h. Purchase, management and utilization of real estate in Germany and abroad for the purpose of nature conservation, landscape conservation and/or environmental protection, including climate protection;
 - i. Reforestation abroad, technical support for global renaturation organizations and renaturation efforts worldwide, but especially in developing countries;
 - j. Public relations work both in the form of generally accessible information and advisory services to disseminate knowledge about the importance of ecosystems and climate justice for individuals and society, as well as by

contributing expertise to national and international committees or proceedings or occasional statements on day-to-day political issues within the framework of the tax-privileged statutory purposes.

- (3) The Foundation pursues exclusively and directly charitable purposes within the meaning of the section "Tax-privileged purposes" of the German Tax Code.
- (4) The Foundation may also pursue its purpose by donating funds for the realization of tax-privileged purposes of another corporation or a legal entity under public law (including by providing services, e.g. making a donation platform available), provided that the use of funds is ensured in accordance with the Foundation's purpose as defined in para. 1. However, the donation of funds to a private law corporation with limited or unlimited tax liability is only permitted if the corporation itself is a tax-privileged entity.

The Foundation may also maintain special-purpose enterprises and engage auxiliary persons to realize its purposes, provided that the Foundation's funds permit this.

§ 3 Non-profit status

- (1) The foundation is a non-profit organization; it does not primarily pursue its own economic purposes. No person may benefit from expenses that are alien to the purpose of the foundation or from disproportionately high remuneration.
- (2) The Foundation's funds may only be used for the purposes set out in the Articles of Association. The founders and their heirs shall not receive any benefits from the Foundation's funds.

§ 4 Basic assets

- (1) The assets donated to the foundation for the permanent and sustainable fulfillment of its purpose (basic assets) must be maintained undiminished in value. The basic assets include the assets dedicated in the foundation transaction, endowments and, if applicable, the assets designated by the foundation as basic assets.
- (2) Endowments (contributions to the endowment fund) are permitted. Other donations that are not intended for use without a specific purpose, e.g. due to a disposition on death, can be added to the endowment fund.
- (3) Reallocations of the endowment fund assets are permitted. If profits arise from the sale of items of the endowment fund assets, these are to be reported in a reallocation reserve which, after offsetting any reallocation losses, can be allocated in whole or in part to the endowment fund assets or used to fulfill the purpose of the foundation in accordance with the Articles of Association, provided that the preservation of the endowment fund assets is guaranteed.
- (4) The foundation may form free and/or earmarked reserves within the scope of what is permitted under tax law. Free reserves can be used by resolution of the foundation's

board of directors to realize the foundation's purpose, to compensate for losses in value or to increase the basic assets.

- (5) The Foundation may manage foundations and other special-purpose assets on a fiduciary basis if their purposes are consistent with the funding purposes as defined in § 2 (1) of these Articles of Association.

§ 5 Foundation funds

- (1) The foundation fulfills its tasks
 - a. from the income from the foundation's assets (basic assets and other assets),
 - b. from donations, insofar as they are not intended by the donor to increase the endowment fund assets. § Section 4 (2) sentence 2 remains unaffected.
- (3) The beneficiaries of the Foundation have no legal entitlement to benefits from the Foundation on the basis of these Articles of Association.

§ 6 Foundation bodies

- (1) The organs of the foundation are
 - a. the Board of Directors and
 - b. the Foundation Council.
- (2) A member of one body may not be a member of another body at the same time.
- (3) Members of the foundation bodies are obliged to manage the foundation conscientiously and economically.
- (4) In principle, work on the Foundation's bodies is honorary (unpaid), unless remuneration is expressly permitted in these Articles of Association (see Section 7 (6) of these Articles of Association); however, members of the Foundation's bodies may be paid an appropriate attendance fee on the basis of a resolution by the Board of Trustees. Members of the foundation bodies are entitled to reimbursement of necessary expenses in an appropriate amount.

§ 7 The Board of Directors

- (1) The Board of Directors consists of a minimum of two and a maximum of five members, including the Chairman and Deputy Chairman.
- (2) The members of the Board of Directors are generally appointed by the Foundation Council for a period of at least 2 years. Reappointment is permitted at the end of a term

of office. A member resigning in accordance with § 7 para. 7 lit. a) alternative 2 (expiry of term of office) and c) shall remain in office until the election of a successor member.

- (3) If possible, the Board of Directors should include persons who have special expertise with regard to the fulfillment of the Foundation's tasks. One member should be an expert in financial and economic matters.
- (4) Each member of the Foundation Council may propose candidates. The appointment or dismissal of members of the Board of Directors takes place after a secret ballot on the proposals in the Foundation Council. Decisions are made in the Foundation Council by a simple majority of the votes cast. In the event of a tie, the vote of the Chairman of the Foundation Council counts twice.
- (5) The Board of Directors elects a Chairman and a Deputy Chairman from among its members, who performs the duties of the Chairman whenever the Chairman is unable to do so.
- (6) With a majority of three-quarters of the votes cast, the Foundation Council may decide that individual members of the Board of Directors shall work on a part-time or full-time basis if the Foundation's funds permit this; the restriction under para. 8 sentence 1 shall not apply in this case. In this case, the Foundation Council shall also decide with the aforementioned majority on the conditions of the employment contract, in particular also on an appropriate level of remuneration. The term of the employment contract of full-time members of the Board of Directors corresponds to the (remaining) term of office of the appointment.
- (7) Subject to Section 7 (2) sentence 3, a member of the Board of Directors shall resign from the Board of Directors with immediate effect if the member concerned
 - a. resigns from office or the member's term of office has expired;
 - b. passes away;
 - c. has reached the age of 75 and the financial year has expired, unless the Foundation Council resolves an exception to this rule with three quarters of the votes cast before the Board member concerned reaches the age of 75;
 - d. is dismissed for good cause by resolution of the Foundation Council with a simple majority of the votes cast. An important reason for a member is, for example if (i) he/she misuses the assets of the Foundation for his/her own purposes or purposes that are not in accordance with the Articles of Association, (ii) he/she violates the reporting and submission obligations to the Foundation Council, (iii) he/she deliberately misleads the other members of the Foundation Board of Directors about legally relevant facts, (iv) he/she is no longer capable of proper management, (v) the relationship of trust between him/her and the Foundation Council has been shattered, (vi) a disagreement with other members of the

Foundation's bodies significantly jeopardizes constructive cooperation for the benefit of the Foundation. The member in question has no voting rights, but must be heard before being dismissed. The dismissal remains effective even if it is contested until its invalidity has been legally established.

- (8) Persons who are employees or freelancers of the Foundation or members of governing bodies, employees or freelancers of a company in which the Foundation holds an equity interest may either not be appointed as a member of the Board of Directors or may have to resign from their position on the Board of Directors with immediate effect. The same applies to persons who are bound to a service provider or supplier of the Foundation through a shareholding or as members of a governing body, employee or freelancer. The Foundation Council can decide on exceptions to this rule by secret ballot with a majority of at least three quarters of the votes cast.

§ 8 Representation of the Foundation, duties of the Foundation Board of Directors

- (1) The Board of Directors represents the foundation in and out of court. It has the status of a legal representative. Its members have sole power of representation. Internally, the Chairman represents the Foundation alone.
- (2) The Board of Directors is authorized to issue urgent directives in place of the Foundation Council and to deal with business that cannot be postponed. It must inform the Foundation Council of this immediately in writing.
- (3) The Board of Directors manages the day-to-day business of the Foundation in accordance with the statutory regulations and the guidelines and resolutions of the Foundation Council. The tasks of the Foundation Council are in particular
- a. the preparation of the Foundation's budget estimate;
 - b. submitting proposals for the use of the income from the Foundation's assets and the use of certain donations;
 - c. proper accounting and collection of receipts and supporting documents;
 - d. cooperation with other domestic and foreign non-profit organizations (including sister organizations) and with auxiliary persons.
- (4) The Board of Directors may appoint an advisory board or other committees, provide them with advisory powers and appoint and dismiss their members. The Board of Directors may also enlist the help of qualified individuals to provide advice - if necessary in return for appropriate remuneration - insofar as the Foundation's resources permit.
- (5) The Board of Directors may also employ persons to fulfill the tasks of the Foundation on a voluntary basis, as full-time employees or as freelancers and/or, with the approval of the Foundation Council, a full-time managing director, provided that the Foundation's funds permit this. A full-time managing director and/or another person may, with the consent of the Foundation Council, be granted the position of a special representative

within the meaning of Section 84 (5) in conjunction with Section 30 BGB for a specific business area. § 30 BGB for a specific business area.

- (6) The Board of Directors shall adopt rules of procedure with the approval of the Foundation Council.
- (7) The Chairman of the Board of Directors informs the Foundation Council comprehensively, regularly and truthfully about the Foundation's operational activities and their development.
- (8) Immediately after the end of the financial year, the Board of Directors prepares annual financial statements and a report on the fulfillment of the foundation's purpose and submits both (together with the auditor's report) to the Foundation Council for approval.
- (9) The Foundation must have the annual financial statements audited by an auditing association, an auditor or a sworn accountant. The audit and the report on the result of the audit must also cover compliance with the principles of proper accounting, the undiminished preservation of the basic assets and the intended use of its income and donations earmarked for use. The audited annual accounts must be submitted to the foundation authorities within nine months of the end of the financial year.

At the foundation's request, the foundation authority may dispense with the submission of the audit report and audit the annual financial statements itself if the foundation's activities, assets and financial transactions are reduced or simplified to such an extent that an audit appears to be possible with minimal effort.

§ 9 Course of business of the Board of Directors

A. Board meetings

1. The resolutions reserved for the Board of Directors by law or the Articles of Association shall be adopted at a meeting of the Board of Directors or, at the request of the Chairman of the Board of Directors - subject to the provision in Section 9 B (5) sentence 2 of these Articles of Association - by circular resolution. Instead of face-to-face meetings, meetings can also be held virtually by video or telephone conference. To the extent possible, also taking into account the urgency of a matter, resolutions should only be passed by written procedure on matters that do not require discussion.
2. At least one ordinary Board meeting is held per calendar quarter.
3. The Chairman of the Board of Directors may convene an extraordinary meeting of the Board of Directors at his own instigation. If a member of the Board of Directors or the Chairman of the Foundation Council requests the convening of a meeting in writing to the Chairman of the Board of Directors, the Chairman of the Board of Directors is obliged to convene the meeting.
4. The meetings of the Board of Directors are convened by the Chairman of the Foundation.

5. The convocation must be in text form (Section 126b BGB) (e.g. by letter or e-mail).
6. The notice convening the meeting must include the place, time and agenda of the meeting as well as the documents required to explain the items on the agenda.
7. There must be a period of at least 7 calendar days between the date on which the notice of meeting is sent and the date of the meeting. The day of dispatch and the day of the meeting are not counted.
8. Resolutions may be passed at a Board meeting that has not been properly convened if all Board members are present or represented by another Board member on the basis of a written power of attorney and no objection is raised to the holding of the meeting or the passing of resolutions.
9. The meeting of the Board of Directors is chaired by the Chairman of the Board of Directors or, if he is unable to attend, by the Deputy Chairman.
10. The Chairman of the Foundation's Board of Directors is responsible for documenting the resolutions in minutes. The minutes must contain
 - a. the date of dispatch of the invitation and the date, place and nature of the meeting or the period for the written resolution;
 - b. Names of the Board members present and represented as well as any other participants;
 - c. Agenda and motions;
 - d. Results of the votes, wording of the resolutions adopted; and
 - e. Information on the other processing of applications.

The minutes must be signed by the chairperson of the meeting and sent to all members of the Board of Directors and the Chairman of the Foundation Council within 4 weeks of the meeting (or resolution by circular resolution).

B. Board resolutions

1. Each Board member has one vote at the Board meeting.
2. The Board of Directors is quorate if the meeting has been duly convened and more than half of the members participate in the resolution. The same applies to written resolutions.
3. Unless expressly stipulated otherwise in these Articles of Association or by law, resolutions are passed by a simple majority of the votes cast. If there are at least three

members of the Board of Directors, the Chairman of the Board of Directors has a casting vote in the event of a tie. The Deputy Chairman of the Board of Directors is not entitled to a casting vote (even by proxy).

4. All resolutions relating to an amendment to the Articles of Association, the adoption or amendment of the rules of procedure or the dissolution or termination of the Foundation can only be passed in a Board meeting, i.e. not by written procedure, and require a majority of at least three quarters of the Board members.
5. Resolutions may be passed by written circulation procedure by fax, e-mail or other documentable transmission of the vote in electronic form.
6. A member of the Board of Directors is not entitled to vote on the following matters:
 - a. Conclusion of a legal transaction with the member of the Board of Directors;
 - b. Initiation or settlement of a legal dispute between the Board member and the Foundation;
 - c. Decisions on donations from the Foundation's funds to a corporation in which the member of the Board of Directors holds a position on a governing body.
7. Board resolutions can only be contested by filing an action within one month of receipt of the minutes. The period begins with the receipt of the signed minutes and ends in any case no later than three months after the resolution is passed.

§ 10 Management

- (1) If a full-time managing director has been appointed, the managing director shall manage the day-to-day business of the Foundation on behalf of the Management Board in accordance with the law, these Articles of Association and the resolutions of the Board of Directors and the Foundation Council. The Managing Director supports the Board of Directors in fulfilling its duties and manages the office. He is responsible to the Foundation for implementing the resolutions of the Board of Directors.
- (2) The Managing Director prepares the meetings of the Board of Directors and the Foundation Council and has the right to attend the meetings, provided that he is not personally affected by the items to be discussed and/or resolved.
- (3) The Board of Directors may, with the approval of the Foundation Council, delegate its own powers and authorizations to the Managing Director for certain transactions or types of transactions.

§ 11 The Foundation Council

- (1) The Foundation Council consists of a minimum of two and a maximum of nine members. The Foundation Council decides on the number of members by resolution with a majority of three quarters of the members of which it consists at the time of the resolution. The Foundation Council elects a Chairman and a Deputy Chairman from

among its members, who always performs the duties of the Chairman if the Chairman is unable to attend. The Chairman of the Foundation Council represents the Foundation in legal transactions with the Board of Directors or individual members of the Board of Directors.

- (2) The Foundation Council consists of persons who, due to their professional expertise, are particularly suitable to hold the office of a member of the Foundation Council of the Foundation. They should include at least one person with economic expertise and - in relation to the foundation's purpose and area of activity - particular specialist experience. In addition, members of the Foundation Council should be persons who have shown particular commitment to the foundation through large endowments or donations or through major achievements. Persons who are employees or freelancers of the Foundation or members of the governing bodies, employees or freelancers of a company in which the Foundation holds a stake may either not be elected to the Foundation Council or may have to resign their seat on the Foundation Council with immediate effect. The same applies to persons who are tied to a service provider or supplier of the Foundation through a shareholding or as members of a governing body, employee or freelancer. In a secret ballot, the Foundation Council can decide on exceptions to this rule with a majority of 100% of the votes cast (excluding the person concerned).

By way of derogation from § 11 para. 4, but in compliance with the above provisions and the restriction pursuant to § 11 para. 3 sentences 2 to 5, the direct adult descendants of the founder Karoline Finkbeiner and, after her death, her direct adult descendants have the right to appoint one to three persons to the Foundation Council, depending on the size of the Foundation Council, by written notification to the Chairperson of the Foundation Council as soon as a new position on the Foundation Council is to be filled. This right may be exercised for the first time after the end of December 31, 2026 and only by mutual agreement between at least two of the three descendants of the aforementioned founder; if this right is exercised among the subsequent descendants (grandchildren of the aforementioned founder), the majority shall decide on a per capita basis. If the future Foundation Council comprises three to five persons, one person may be delegated in the manner described above, if it comprises six or seven persons, two persons may be delegated, and if it comprises eight or nine persons, three persons may be delegated. The appointment must be declared to the Chairman of the Foundation Council within eight weeks of the vacancy becoming known and shall take effect (subject to the provision in § 11 para. 3 sentence 2) unless the Foundation Council rejects the appointed person within three weeks of the appointment by unanimous resolution (without the involvement of the appointed person). If no person is nominated within the aforementioned declaration period, or if the nominated person is rejected by unanimous resolution of the Foundation Council, and if no alternative person is nominated by the aforementioned persons authorized to nominate within a further two weeks after the rejection becomes known, or if the alternative person is also rejected by the Foundation Council within three weeks after nomination by unanimous resolution (without the participation of the alternatively nominated person), the nomination and voting procedure pursuant to § 11 para. 3 and

para. 4 shall take effect. Section 11 para. 5 applies to the end of the term of office of delegated members of the Foundation Council.

- (3) Each member of the Foundation Council may nominate candidates for admission to the Foundation Council. Persons who were members of the Foundation's Board of Directors should be appointed to the Foundation Council no earlier than two calendar years after leaving the Board of Directors. In exceptional cases, a direct transfer from the Foundation Board to the Foundation Council is permitted if all members of the Foundation Council agree to such a transfer. The member in question is then always excluded from voting in the Foundation Council on all resolutions relating to their previous activities on the Foundation Board of Directors. In individual cases, the Chairman of the Foundation Council may also exclude the member in question from deliberations on such resolutions.
- (4) The Foundation Council decides on the admission of a member of the Foundation Council and on the fulfillment of the conditions that may lead to admission with a majority of at least three quarters of the votes cast in a secret ballot.
- (5) The term of office of a member of the Foundation Council ends at the end of a regular term of office of 5 years, upon death or upon voluntary resignation from office. A member who resigns as a result of the expiry of their term of office remains in office until the election of the member who succeeds them, if applicable. A member of the Foundation Council may be dismissed for good cause by a unanimous resolution of all other members of the Foundation Council. Such good cause exists for a member, for example, if (i) he/she does not fulfill his/her duties as a member of the Foundation Board, (ii) he/she deliberately misleads the other members of the Foundation Council about legally relevant facts, (iii) he/she is no longer capable of fulfilling his/her duties properly, (iv) the relationship of trust between him/her and the Foundation Council is shattered, or (v) a disagreement with other members of the Foundation's bodies significantly jeopardizes constructive cooperation for the benefit of the Foundation. The member in question must be heard prior to dismissal, but has no voting rights in the decision. The dismissal remains effective even if it is contested until its invalidity has been legally established. Re-election for a further term of office is possible, so that a total regular term of office of 10 years should not be exceeded. The Foundation Council can regulate further details in its rules of procedure.

§ 12 Tasks of the Foundation Council

- (1) The Foundation Council decides on all fundamental matters of the foundation. It advises, supports and monitors the Board of Directors in its activities. In particular, it decides on
 - a. Amendments to the foundation statutes and other fundamental changes;
 - b. the discharge of the foundation's Board of Directors;

- c. the appointment and dismissal of members of the Board of Directors , as well as decisions on employment contracts, including remuneration and/or any expense allowances for members of executive bodies;
 - d. Deciding on the appointment of (additional) members of the Foundation Council and the dismissal of members of the Foundation Council;
 - e. the appointment of an auditing association, an auditor or a sworn auditor together with the issuing of the audit mandate;
 - f. the annual financial statements and the report on the fulfillment of the foundation's purpose, as well as their annual audit by an auditor;
 - g. Guidelines and principles for the use of the income from the endowment fund assets and the donations intended for use within the scope of § 2 para. 1 and para. 2;
 - h. the budget estimate;
 - i. the establishment and design of procedures for independent, internal complaints management (e.g. ombudsperson, whistle-blower procedure) for complaints and information from employees, project partners and other persons associated with the organization; and
 - j. if necessary, to issue rules of procedure for the Board of Directors if and as long as the Board of Directors does not exercise its right of initiative to issue such rules of procedure in accordance with Section 8 (6);
 - k. the other resolutions regulated in these Articles of Association.
- (2) Legal transactions requiring approval: The following legal transactions and measures require prior approval by resolution of the Foundation Council:
- a. Approval and amendment of the annual budget to be adopted, including the investment plan;
 - b. Acquisition and sale of participations of any kind as well as acquisition, establishment, sale and closure of commercial and/or non-commercial companies, parts of companies and locations as well as participation in other non-profit organizations and the termination of such participations;
 - c. Acquisition, sale and encumbrance of real estate;
 - d. Taking out bonds, loans, credits and other financial obligations of any kind that exceed the credit limit specified in the annual budget;
 - e. the granting of loans or collateral of any kind;
 - f. Significant agreements with other organizations (including sister organizations);

- g. All legal transactions of the foundation with board members or natural or legal persons related to a board member as well as significant legal transactions of the foundation with one of its employees;
- h. Employment of a full-time managing director, appointment of a special representative, transfer of powers and authorizations to a managing director;
- i. Approval of the rules of procedure for the Board of Directors to be issued by the Board of Directors in accordance with Section 8 (6).

§ 13 Course of business of the Foundation Council

- (1) The Chairman shall convene a meeting of the Foundation Council several times a year as required, but at least three times a year, stating the agenda and giving 14 calendar days' notice. Meetings must be convened in text form (§ 126b BGB) (e.g. e-mail). Together with the invitation and the agenda, the members of the Foundation Council shall receive all information and documents required for the preparation of the planned resolutions, including the accounts for the preparation of the annual balance sheet meeting. Meetings must also be convened if a member of the Foundation Council or the Foundation's Board of Directors so requests. The Chairman of the Board of Directors may attend the meeting of the Foundation Council as a guest. At the request of the Chairman of the Foundation Council, the Chairman of the Board of Directors or the entire Board of Directors is obliged to attend meetings.
- (2) Decisions in the Foundation Council are made by a simple majority of the votes cast, unless these Articles of Association provide otherwise. In the event of a tie, the Chairman of the Foundation Council (but not his deputy) has a casting vote.
- (3) The Chairman of the Foundation Council chairs the meetings of the Board of Trustees. The meetings and/or resolutions of the Foundation Council are minuted. The members of the Foundation Council receive copies of the minutes or the resolutions passed after the meetings. Otherwise, § 9 A. No. 10 applies accordingly.
- (4) § Section 9 A (1) and (8) and Section 9 B (1), (2), (5), (6) and (7) apply accordingly to the Foundation Council. In addition, the Foundation Council shall adopt its own rules of procedure.
- (5) Each member of the Foundation Council has a comprehensive right to inspect all documents and records of business transactions. The right of inspection is exercised vis-à-vis the Board of Directors by the Chairman of the Foundation Council.

§ 14 Amendments to the Articles of Association and other fundamental changes to the Foundation

- (1) Amendments to the articles of association are permitted on the basis of the statutory provisions if they are compatible with the founder's intentions. The statutory

requirements for tax concessions must not cease to apply. If amendments to the articles of association may affect the tax privileges of the foundation, they must be submitted to the responsible tax authorities for their opinion.

- (2) Changes to the purpose of the foundation as well as the merging, transfer, dissolution or liquidation of the foundation are governed by the statutory provisions.
- (3) Resolutions pursuant to § 14 para. 1 require the approval of three quarters of the votes cast by the members of the Foundation Council, resolutions pursuant to para. 2 require the approval of all members of the Foundation Council. The resolutions only become effective after approval or decision by the foundation supervisory authority.

§ 15 Accumulation of assets

- (1) If the Foundation is dissolved or abolished or if its tax-privileged purposes cease to exist, the Foundation's assets shall be transferred to a legal entity under public law or another tax-privileged corporation for the purpose of promoting environmental and climate protection. The beneficiary is determined by a resolution of the Foundation Council, which requires a majority of three quarters of the votes cast.
- (2) A reversion of the assets to the founder(s) or a transfer to a church institution is excluded in any case.

§ Section 16 Foundation supervision

- (1) The foundation is subject to supervision by the government of Upper Bavaria.
- (2) The foundation authority must be informed immediately of any changes to the address, the power of representation and the composition of the bodies, any rules of procedure in their current version and any revocation of the foundation's charitable status by the tax office.

§ 17 Entry into force

This new version of the Articles of Association comes into force with the approval of the Government of Upper Bavaria. At the same time, the Articles of Association in the version dated July 21, 2022, approved by the Government of Upper Bavaria with RS dated August 3, 2022 and last amended ex officio by letter from the Government of Upper Bavaria dated April 3, 2023, shall expire.

Tutzing, 05th August 2024

Signed: Chiagozie Udeh, Chairman of the Foundation Council