

Founding agreement on establishment of an interest association of legal entities

(concluded according to § 20f et seq. Act No. 40/1964 Coll. Civil Code)

For the purpose of protecting their interests, based on the relevant provisions of Section 20f - Section 20j of the Civil Code, thus expressing the will to establish an interest association of legal entities and to be a member thereof,

- a) *Humana People to People Slovakia s.r.o., with its registered seat at Československej armády 3, 036 01 Martin, OIN: 36 414 727, company registered with the Commercial Register of the District Court Žilina, section Sro, insertion no. 14532/L, represented by Ulla Carina Bolin, executive director;*
- b) *HUMANA PEOPLE TO PEOPLE SLOVAKIA, civil association with its registered seat at Kutuzovova 247/3, 831 03 Bratislava-Nové Mesto, OIN: 42 065 534, registered with the Ministry of Interior of the Slovak Republic under reg. no. VVS/1-900/90-32290, represented by Matúš Kotulák, chairperson;*
- c) *Textile House for EURO TRADE, s.r.o., with its registered seat at ProLogis Park, DC2, Dial'ničná cesta 2, 903 01 Senec, OIN: 35 685 166, company registered with the Commercial Register of the District Court Bratislava I, section Sro, insertion no. 10524/B, represented by Jane Merete Nielsen, executive director.*

hereafter only "members" or "founders" conclude this

founding agreement:

Article 1.

Name and seat of the association

1. The name of the association is: "Slovenské združenie pre opätovné použitie a recykláciu odevov a textilu". In English language the wording of the name shall be used as follows: "Slovakian Association for reuse and recycling of clothing and textile" (hereinafter referred to as "the association").
2. The seat of the association is: Mlynské Nivy 48, 821 09 Bratislava.

Article 2.

Objectives and subject matter the association

1. The aim of the association's activities is to protect the interests of members in performance of their economic activities in the field of trade of used clothing and textile materials, to coordinate mutual activities in this area, to cooperate with the members of the association in solving any related problems, and to contribute to the fulfilment of this aim with its activities, especially activities in the sense of Article 2. Paragraph 2. of this agreement.
2. The aim of the association will be implemented mostly, but not exclusively, by following activities:
 - a) protection of common branch interests and rights of association members from state authorities and institutions, as well as from any other similar authorities or organizations in the country and abroad;

- b) providing assistance to members of the association in clarifying any new legal requirements resulting from legislation and regulations related to the subject of business activity of members of the association;
- c) protection of the interests of association members in connection with the development of trade in used clothing and textile materials and increasing public confidence in this area; support of its members and the entire industry in market economy conditions;
- d) coordinating relations and balancing interests in the business chain with used clothing and textile materials between suppliers (importers), network of stores, e-shops and consumers;
- e) establishing professional standards of ethics and increasing the safety of the branch among the members of the association;
- f) increasing the economic efficiency of its members' activities;
- g) compliance with professional ethics and establishing loyal business relationships under conditions of free and transparent competition;
- h) cooperation with state administration bodies in the creation of rules and regulations regarding the trade in used clothing and textile materials, as well as in the supervision of their implementation;
- i) guaranteeing consumer rights;
- j) developing relations with international and other national organizations operating in the field of trade in used clothing and textile materials.

Article 3.
Duration of association

1. The association is established for an indefinite period.

Article 4.
Articles of association

1. The founders hereby approve the Articles of association, which form an inseparable annex to this agreement.

Article 5.
Bodies of the association

The founders also appoint representatives to hold offices in the bodies of the association as stated in this Article of this agreement.

1. First members of the board of directors:
 - a) Ing. Jana Kavalierová, born on [REDACTED], residing at [REDACTED], citizen of SR – chairperson of the board,
 - b) Matúš Kotulák, born on [REDACTED], residing at [REDACTED], citizen of SR – vice-chairperson of the board,
 - c) Hélio Moreira Soares, born on [REDACTED], residing at [REDACTED], citizen of Brazil – member of the board.
2. First members of the supervisory board:
 - a) Tadeušas Ingilevičius, born on [REDACTED], residing at [REDACTED], citizen of Lithuania – chairperson of the supervisory board,

MK



- b) Ulla Carina Bolina, born on [REDACTED], residing at [REDACTED], citizen of Italy – member of the supervisory board,
- c) Jane Merete Nielsen, born on [REDACTED], residing at [REDACTED], citizen of Denmark – member of the supervisory board.
3. The person authorized to submit a proposal for the registration of an interest association of legal entities, to accept the decision and to waive the right to appeal is the first chairperson of the board of directors: Ing. Jana Kavalierová, born on [REDACTED], residing at [REDACTED], citizen of SR. The authorized representative is entitled to appoint a representative on his behalf.

Article 6.
Representation of the association

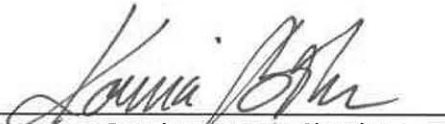
1. The chairperson of the board of directors is authorized to act and sign on behalf of the association as its statutory body. In the absence of the chairperson of the board of directors, the vice-chairperson deputise the chairperson, if authorized by the chairperson in writing, with an officially authorised signature.

Article 7.
Final provisions

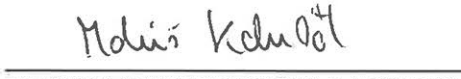
1. This agreement becomes valid and effective on the date of its signature by all founders.
2. Any changes and additions to this agreement can only be made in form of written and numbered amendments that must be signed by all founders who are also members of the association. Amendments form an integral part of this agreement.
3. This agreement is drawn up in 4 counterparts; one counterpart is intended for each founder and one counterpart is intended for the registration authority.
4. Provisions of this agreement shall govern legal relationships created by this agreement. In other aspects, the rights and obligations of the parties to the agreement, as well as all other matters, are governed by the articles of association and relevant legal regulations of the Slovak Republic with exclusion of conflict of law rules.
5. This founding agreement is drawn up both in Slovak and English languages. The Slovak version of this agreement is binding, and the English version serves for informative purposes only.
6. The founders declare that they agree with the content of this agreement. The provisions of the agreement were explained and as a sign of consent, the agreement was signed by the parties to the agreement.

Inseparable annex: Articles of association

In Bratislava on 12.10.2022


Humana People to People Slovakia s.r.o.
Ulla Carina Bolin, *executive director*

In Bratislava on 10.10.2022


HUMANA PEOPLE TO PEOPLE SLOVAKIA
civil association
Matúš Kotulák, *chairperson*

In Bratislava on 12.10.2022



Textile House for EURO TRADE, s.r.o.
Jane Merete Nielsen, *executive director*

HK
