

The Charter of the Endowment Fund

The Endowment Fund for Ukraine

1. IDENTIFICATION OF THE ENDOWMENT FUND

1.1 The Endowment Fund for Ukraine (hereinafter referred to as the "Endowment Fund" or also as the "Fund") was established by a foundation deed dated 12 January 2023 (hereinafter referred to as the "Foundation Deed") and was established on 23 January 2023 by registration in the Foundation Register maintained by the Regional Court in Ústí nad Labem, under file number N 410. The Foundation was assigned the registration number: 179 64 687.

1.2 The seat of the Foundation Fund is Jablonec nad Nisou. The address of the Foundation's registered office at the time of issuing these Statutes is U Přehrady 3204/61, Mšeno nad Nisou, 466 02 Jablonec nad Nisou.

1.3 In accordance with Article 8.1 of the Foundation Charter, the Board of Trustees of the Foundation has approved the following Statutes.

1.4 The Statutes regulate, among other things, the procedure for the actions of the bodies of the Foundation Fund, the conditions for making endowment contributions, the manner in which endowment contributions are made, the rules for limiting the costs of the Foundation Fund, as well as other matters to be included in the Statutes of the Foundation Fund.

1.5 The purpose of the Endowment Fund shall be to provide direct and indirect financial and material assistance to Ukraine, in particular, but not exclusively, through the establishment of collections in aid of Ukraine, the direct purchase of needed items for the purpose of sending them to Ukraine to assist its citizens and public authorities, the support of other funds or projects established for the purpose of assisting Ukraine, or the sale of promotional products expressing support for the Ukrainian people, all during the duration of the war in Ukraine and after its end during the reconstruction of post-war Ukraine.

2. STRUCTURE OF THE ENDOWMENT FUND

2.1 The founder of the Endowment Fund for Ukraine is Ing. Dalibor Dědek, born 21 June 1957, residing at Bzí 26, 468 22 Železný Brod.

2.2 The bodies of the Endowment Fund are:

(a.) the Administrative Board; (b.) the Supervisory Board.

2.3 Status and powers of the Management Board:

- (a.) The Board of Trustees shall be the statutory body of the Endowment Fund, shall administer its assets, manage its activities and decide all matters of the Endowment Fund.
- (b.) The exclusive authority of the Board of Trustees shall include:
 - (i.) To amend the Foundation Fund's charter;
 - (ii.) to issue the Foundation Fund's Articles of Incorporation and to decide on amendments thereto;
 - (iii.) to approve the budget of the Endowment Fund and its amendments, to raise funds to support the activities of the Endowment Fund;

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- (iv.) approve the annual accounts and annual report on the activities and management of the Endowment Fund;
 - (v.) decide on merger with another endowment fund or foundation;
 - (vi.) establish a Foundation Board and permanent or temporary committees;
 - (vii.) elect and remove new members of the Board of Trustees and members of the Supervisory Board;
 - (viii.) elect and remove members of the Foundation Board and committees;
 - (ix.) determine the amount of remuneration for the performance of the duties of a member of the Board of Directors and for the performance of the duties of a member of the Supervisory Board.
- (c.) The Board of Trustees shall act on behalf of the Foundation in the manner provided for in Article 2.7 of the Statutes.

2.4 Composition of the Board of Trustees, election and term of office of its members:

- (a.) The Board of Trustees shall consist of two members. The Board of Trustees shall elect its Chairperson from among its members. In the event of an equality of votes among the members of the Board of Trustees, the vote of the Chairperson shall be decisive.
- (b.) The term of office of the members of the Board of Trustees shall be five years.
- (c.) A member of the Board of Trustees may resign from that office by written declaration delivered to the Board of Trustees. His or her term of office shall terminate upon the expiration of one (1) month after the delivery of such statement to the Board of Directors.
- (d.) The first members of the Board of Trustees on the date of the Foundation Fund shall be:
 - (i.) Ing. Dalibor Dědek, born on 21 June 1957, residing at Bzí 26, 468 22 Železný Brod;
 - (ii.) Jan Polák, born on 4 August 1978, residing at Pobřežní 3919/21, 466 04 Jablonec nad Nisou.

BOARD OF SUPERVISORS

2.5 Status and powers of the Supervisory Board:

- (a.) The Supervisory Board is the controlling body of the Foundation.
- (b.) The exclusive powers of the Supervisory Board include:
 - (i.) Supervision of the exercise of the powers of the Board of Trustees in accordance with the law and in conformity with the Certificate of Incorporation and the Bylaws, if any;
 - (ii.) monitoring compliance with the conditions laid down for the granting of foundation contributions;

- (iii.) drawing the attention of the Board of Directors to any deficiencies identified and making proposals for their elimination;
- (iv.) auditing the keeping of accounts and reviewing the annual, extraordinary and consolidated accounts;
- (v.) commenting on the annual report; and
- (vi.) the obligation to report in writing to the Board at least once a year on its audit activities.

(c.) Serving as a member of the Supervisory Board is incompatible with serving as a member of the Board of Trustees or as a person authorized to act as a representative of the Foundation.

(d.) A member of the Supervisory Board may only be a natural person who is legally competent and is

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(e.) A member of the Supervisory Board may not be a natural person to whom resources are provided to fulfill the purpose of the Endowment Fund, nor a person close to such natural person, nor a member of the statutory or controlling body of another legal entity, if resources are provided to such legal entity to fulfill the purpose of the Endowment Fund.

2.6 Composition of the Supervisory Board, election and term of office of its members:

(a.) The Supervisory Board shall have two members. The Supervisory Board shall elect its Chairman from among its members. In the event of an equality of votes among the members of the Supervisory Board, the vote of the Chairman shall be decisive.

(b.) The term of office of the members of the Supervisory Board shall be five years.

(c.) A member of the Supervisory Board may resign from his/her office by written declaration. His/her term of office shall end on the expiry of one (1) month from the receipt of such declaration by the Management Board.

(d.) The first members of the Board of Trustees on the date of establishment of the Endowment Fund shall be:

- (i.) Jiří Ibl, born April 22, 1983, residing at Hraničná 51, 468 11 Janov nad Nisou;
- (ii.) David Beneš, born on 27 February 1974, residing at Na Domovině 5353, Jablonec nad Nisou, 46804.

ACTING FOR THE FOUNDATION

2.7 Each member of the Board of Trustees shall represent the Endowment Fund independently in all matters.

3. ENDOWMENT FUND ASSETS AND RESOURCES, ENDOWMENT FUND MANAGEMENT

3.1 The assets and resources of the Endowment Fund consist of the founder's property contribution, endowment donations from individuals and legal entities, which may be monetary or non-monetary, as well as proceeds from the sale of advertising products.

3.2 The founder has made a monetary contribution of CZK 200,000 (in words: two hundred thousand Czech crowns) to the Endowment Fund.

3.3 The donors may make donations to the Foundation mainly in the following way:

(a.) The sending of financial donations from natural and legal persons as donors is possible through the website www.zbraneproukrajinu.cz, on which the relevant payment details are provided, whereby by contributing through this platform the donor shall support in particular the defence efforts of Ukraine, i.e. the Foundation Fund shall use 100% of all financial donations received through this platform for the war support of Ukraine, namely for the provision of necessary means for the conduct of a defensive war (e.g. war equipment);

(b.) The sending of financial donations from individuals and legal entities as donors is furthermore possible through the website <https://www.zbraneproukrajinu.cz/na>, which includes the relevant payment details, whereby by contributing through this platform the donor will support in particular the reconstruction of Ukraine as well as the Ukrainian people and society, or will financially support another project similar in purpose to the purpose of the Foundation Fund, i.e. The Foundation Fund shall use 100% of all financial donations received through this platform, according to priorities, for the assistance and reconstruction of Ukrainian society, or for the support of other similar entities, and these funds shall not be used for the purchase of war material;

(c.) Non-monetary gifts may also be made to the Foundation by individuals or legal entities, and if the donor intends to make a non-monetary gift to the Foundation, the donor may contact the Foundation at the following e-mail address: info@zbraneproukrajinu.cz, which should include, in particular, the identification of the non-monetary gift and the identification of the donor (name and surname, date of birth, permanent address). The Board of Trustees, in its sole discretion and taking into account the current need in Ukraine, will decide whether or not to accept this donation from the Foundation. If the Foundation Fund decides to accept the donation, a donation agreement will be drawn up between the donor and the Foundation Fund in accordance with the relevant provisions of the Civil Code.

(d.) Donors may further support the Endowment Fund by purchasing promotional t-shirts and other promotional items expressing support for the Ukrainian people, the price of such promotional items always being listed on the websites referred to in Articles 3.3(a.) or 3.3(b.) of the Statute. Proceeds from the sale of these promotional items shall be used by the Foundation to produce additional promotional items and to administer the Foundation. Unused proceeds from the sale of promotional items shall be used by the Endowment Fund in accordance with Section 3.3(a.) or 3.3(b.) of these Bylaws, and the use of such funds

received from the sale of promotional items shall be at the discretion of the Board of Directors in the manner set forth in these Bylaws.

(e.) Donors may further support the Endowment Fund with individual financial or other donations for the purpose of subsequently using such donations for the administration of the Fund, and if the donor intends to make such a donation to the Endowment Fund, the donor may contact the Endowment Fund at the following email address:

info@zbraneproukrajinu.cz, which email should include, but is not limited to, identification of the donation and identification of the donor (name, date of birth, permanent address). The Board of Trustees, in its sole discretion and taking into account the current needs of the Fund, will decide whether or not to accept this gift from the Foundation. If the Foundation decides to accept the gift, a gift agreement will be drawn up between the donor and the Foundation in accordance with the relevant provisions of the Civil Code.

(f.) Donors may also make financial donations to the Endowment Fund for the purpose of subsequently using such donations for the administration of the Fund, either through the Fund's website <https://www.zbraneproukrajinu.cz/> or through another platform that the Fund, in its sole discretion, chooses to collect financial donations. Once a financial gift is credited to the Fund's account, a gift agreement is concluded between the donor and the Fund in accordance with the relevant provisions of the Civil Code.

(g.) In addition, Donors may support the Fund in any other manner mutually agreed upon by the Donor and the Fund in each individual case.

3.4 The Endowment Fund may use for the administration of the Fund the Founder's deposit, as well as the proceeds from the sale of promotional items pursuant to Article 3.3(d.) of the Statutes and donations made to the Fund for the purpose of its administration pursuant to Articles 3.3(e.) and 3.3(f.) or 3.3(g.) of the Statutes, if the Fund and the Donor agree on such use of the donation. The Endowment Fund is not authorized to use other gifts, financial or otherwise, for the administration of the Fund.

3.5 The total annual costs of the Endowment Fund related to its administration may not exceed 50% of the annual value of all endowment contributions made. The costs associated with the administration of the Endowment Fund include in particular the costs of maintaining and appreciating the assets of the Endowment Fund, the costs associated with the provision of endowment contributions and the control of their expenditure, the costs of promoting the purpose of the Endowment Fund and the costs associated with the operation of the Endowment Fund, the costs of accounting and documentation, the costs of issuing the annual report, the costs of the audit, if applicable, as well as any remuneration for the performance of the functions of a member

3.6 The assets of the Endowment Fund may not be pledged or otherwise secured as collateral.

4. PROVISION OF FOUNDATION CONTRIBUTIONS

4.1 The granting of Foundation contributions (hereinafter referred to as "Contributions") is decided by a designated member of the Board of Trustees at his/her discretion in accordance with the provisions of Section 156(2) of Act No. 89/2012 Coll., the Civil Code, but always in such a way as to comply with the purpose of the Foundation Fund and in accordance with the rules contained in these Statutes. The other members of the Board of Trustees shall, pursuant to the provisions of Section 156(2) of Act No. 89/2012 Coll., the Civil Code, supervise the decisions of the designated member. The member designated to make decisions pursuant to the first sentence of this provision is Jan Polák, born on 4 August 1978, residing at Jablonec nad Nisou, Pobřežní 3919/21, Postal Code 466 04, on the date of this Statute.

4.2 The Endowment Fund makes Contributions exclusively for the purpose for which the Endowment Fund is established.

4.3 The use of Contributions generated from Endowment Gifts pursuant to Article 3.3(a.) of the Statute shall be made in particular through cooperation with the Embassy of Ukraine in the Czech Republic and the State of Ukraine, in particular by providing the amount collected by the Fund as an Endowment Grant to the Embassy of Ukraine in the Czech Republic.

4.4 The provision of Contributions created from Endowment Gifts pursuant to Article a 3.3(b) of the Statute shall also be made both through cooperation with the Embassy of Ukraine in the Czech Republic and the State of Ukraine, or in the form of promotion or other financial support of other entities that are similar in purpose to the purpose of the Endowment Fund, or in the form of direct assistance to a specific recipient of a Contribution.

4.5 Contributions generated from endowment gifts pursuant to Article 3.3(c.) may also be made in the form of direct assistance to a specific Beneficiary of a Contribution.

4.6 A Contribution made by the Endowment Fund shall be used by the person to whom it is made in accordance with the terms and conditions established by the Endowment Fund. The provision of a further Contribution to a person who has previously used the Contribution in violation of the established conditions is excluded.

4.7 The person to whom the Contribution has been granted is obliged to prove, upon the Foundation's request, how and for what purpose it was used.

4.8 The Fund may not participate in the financing of political parties and movements.

5. FINAL CLAUSE

5.1 Upon approval of the amendments to these Articles by the Board of Trustees, the Board of Trustees shall cause a new complete version of the Articles of the Foundation to be prepared.

5.2 The Endowment Fund shall publish these Articles in a manner that allows remote access, in particular on any website that the Fund operates or will operate in the future to carry out its activities.

5.3 These Statutes shall come into force on the date of approval of these Statutes by the Board of Directors of the Endowment Fund.