

Funds

3. The capital of the Foundation will be formed by
 - > Grants and donations;
 - > Legacies and testamentary dispositions;
 - > The capital of the Foundation;
 - > Any other acquisitions.

Administration

- 4.1. The Foundation shall have a Board with a minimum of three members.
- 4.2. The Board (with the exception of the first Board, whose members of are appointed) shall appoint a Chairman, a Secretary and a Treasurer from amongst its members. One person can hold the positions of Secretary and Treasurer.
- 4.3. The Board shall choose the members of the Board.
- 4.4. A Board member is appointed for a period of three years, Board members who step down are immediately eligible for re-appointment.
Board members shall step down on the basis of a schedule which the Board shall draw up, such schedule may not determine that two Board members who have the position of Chairman, Secretary and Treasurer have to step down as two together; any Board members appointed in interim vacancies shall take the place of their predecessor on such a schedule.
- 4.5. Where a vacancy has arisen on the Board, the remaining Board members shall provide for the appointment of a successor to fill the vacancy as soon as possible. The member who is appointed to hold an interim vacancy shall step down at the point in time that the member in whose place this member has been appointed would have stepped down.
- 4.6. In the event that for whatever reason one or more members of the Board are absent, the remaining members of the Board or the only remaining Board member, nevertheless constitute a quorum.
- 4.7. In the event that at any time, all of the members of the Board are absent and furthermore in the event that the remaining members of the Board fail to fill the vacancy or vacancies within a reasonable period of time, the District Court shall provide relief at the request of each interested party or on the demand of the Public Prosecution Service.

- 4.8. The members of Board are entitled to reimbursement of the expenses they have incurred during the performance of their duties. The members of the Board cannot be awarded any remuneration.
- 4.9. The Board may decide that certain work be carried out by staff, volunteers, committees or working groups to be appointed for such a purpose.
- 4.10. The Board has the right to suspend a Board member on the basis of such a member acting or omitting something contrary to the provisions of the law or the Articles of Association or being guilty of mismanagement. A resolution to suspend shall be communicated or confirmed in writing to the person concerned as soon as possible. The provisions of Paragraph 11 under f shall apply equally to the suspension.
- 4.11. The Board membership shall end:
 - a. Upon the decease of the Board member;
 - b. Upon losing his right to dispose freely of his assets;
 - c. Upon resignation in writing;
 - d. Upon the expiry of the term for which the Board member was appointed;
 - e. Upon dismissal pursuant to the provisions of 298, Paragraph 1 of Book 2 of the Civil Code;
 - f. Upon dismissal, granted pursuant to a resolution of the Board further to circumstances that the Foundation cannot reasonably be expected to continue the Board membership. Such a resolution can only be taken during a Board meeting in which the Board member concerned is present or for which a meeting has been properly convened, during which there is at least an announcement of the reasons in respect of the intent of dismissal. In such a meeting, the Board member concerned must be given the opportunity to account for actions, however, the Board member concerned does not have the right to cast a vote on adopting the resolution for dismissal. Such resolution must be adopted with at least two thirds of the votes of all the other Board members. In the event that in the meeting concerned, the number of other Board members are not sufficiently present or represented making up a quorum, the meeting must be adjourned to a date, at least fourteen days later, during which meeting

despite the number of members present, a resolution to dismiss may be adopted, provided that such resolution is adopted with at least two thirds of the votes of the members present in such event.

The resolution to dismiss must be announced or confirmed in writing to the person concerned as quickly as possible.

Meetings of the Board

- 5.1. There will be at least one meeting every calendar year.
- 5.2. Meetings will be convened on each occasion that the Chairman sees fit or alternatively, if one of the other members of the Board requests a meeting and sends a notice in writing to the Chairman specifying the issues to be addressed.
- 5.3. If the Chairman does not comply with the request in such a manner that the meeting can be convened within three weeks of that request, the person making the request is authorized to convene a meeting himself provided that the required formalities are observed.
- 5.4. Without prejudice of what is set out in Paragraph 3 – the Chairman or a person on his behalf shall convene a meeting at least seven days before the meeting, not including the date the meeting is convened, by way of a written notice convening the meeting.
- 5.5. A notice convening a meeting shall state the issues to be addressed besides the location and the date of the meeting.
- 5.6. The meetings of the Board shall be presided by the Chairman; in the event of his absence, the meeting shall provide for the chairmanship.
- 5.7. The Secretary or one of the other persons attending shall keep the minutes of the proceedings of the meetings, as requested by the Chairman of the meeting.
The minutes shall be adopted and witnessed by the signatures of those persons who acted as the Chairman and the Minutes Secretary in the meeting.

Board resolutions

- 6.1. Every Board member is entitled to cast one vote. In so far as these Articles of Association do not prescribe a larger majority, all of the Board resolutions shall be adopted by a simple majority of votes cast in a valid manner.
- 6.2. During a meeting, the Board can only adopt valid resolutions if the majority of the elected Board members are present or represented at the meeting.

If the quorum referred to before is not present or represented, the Board members who are present may decide to convene a new meeting in the manner set out above, which must be held within at least fourteen days of the first meeting or no later than twenty-eight days after the first meeting; in that second meeting the resolution concerned can only be adopted with a majority of at least two thirds of the number of votes cast, regardless of the number Board members present.

- 6.3. A Board member may be represented by a fellow Board member by way of submitting a power of attorney in writing. A Board member can at most represent one other Board member and act as an authorized representative.
- 6.4. As long as all the elected members of the Board are present, valid resolutions can be adopted on all the issues on the agenda provided that they are adopted unanimously, even if the regulations for convening and holding a meeting as set out in the Articles of Association have been disregarded.
- 6.5. The Board can also adopt resolutions outside a meeting provided that all of the members of the Board have had the opportunity to express their opinions in writing and provided that none of the Board members opposes this way of taking decisions. In the event of a resolution adopted in that manner, the Secretary shall draw up a report and attach the responses as received and after having been co-signed by the Chairman said report shall be added to the minutes.
- 6.6. Votes on persons shall be in writing, votes on issues shall be by voice. Written votes shall be cast by way of unsigned ballots. Blank votes are considered not to have been cast.
- 6.7. In the event of a tie of votes on issues, the motion is considered rejected. In the event that a vote on persons does not obtain a majority on the first vote, a new vote will take place.

In the event that there is no majority in the second vote, a revote will be taken between the two persons who obtained most of the votes.

In the event that more than two persons obtained the highest amount of votes, all these persons share in the revote. If necessary, a revote will be taken between the two persons who obtained most of the votes. In the event that the required

majority is not obtained, the matter will be decided by drawing lots.

Administrative Authority

- 7.1. The Board is in charge of the management of the Foundation and the administration of the capital.
- 7.2. The Board has the authority to enter into agreements aiming to buy, to sell or to encumber property subject to registration.
- 7.3. The Board has no authority to enter into agreements in which the Foundation binds itself as surety or as a joint and several debtor, or in which the Foundation supports a third party or in which the Foundation binds itself as surety for the liability of a third party.

Representation

- 8.1. The Board jointly represents the Foundation at law or otherwise. In addition, the power of representation is enjoyed by two members of the Board acting together.
- 8.2. In addition, the Board may grant a general or a special power of attorney in writing to one or more particular members of the Board or other persons to represent the Foundation. The Board shall announce a general power of attorney for third parties by way of publication in the Trade Register of the Chamber of Commerce in the town in which the Foundation is registered.

The financial year and the Financial Statements

- 9.1. The financial year of the Foundation corresponds to a calendar year.
- 9.2. The Board has the obligation to keep a record of the financial position of the Foundation in such a manner that its records show its rights and obligations at all times.
- 9.3. Every year, before the first of June, the Treasurer draws up a balance sheet and a statement of income and expenditure over the preceding financial year as well as the notes pertaining thereto and the aforesaid is presented to the Board for adoption.
- 9.4. The Financial Statements concerned may be the subject of an audit by an expert to be appointed on the part of the Board.
- 9.5. At the request of the Board, also before the first of June, the Treasurer shall submit a budget of income and expenditure for the coming financial year, the aforesaid to be adopted by the Board.
- 9.6. Where the Board adopts the Financial Statements, the Treasurer

is discharged from liability.

- 9.7. After approval, the Chairman, the Secretary and the Treasurer sign the Financial Statements.
- 9.8. The Board must keep the Financial Statements for a minimum of seven years.

Regulations

- 10.1. The Board has the authority to draw up the regulations in which topics are regulated that do not form part of the Articles of Association.
- 10.2. Regulations may not be contrary to the provisions of the law or to these Articles of Association.
- 10.3. The Board has the authority to amend or to lift the regulations at all times.
- 10.4. Any adoption, amendment and lifting of the regulations are governed by what is set out in the provisions of Article 11, Paragraph 1, 2 and 3.

Amendment of the Articles of Association

- 11.1. The Board is authorized to amend the Articles of Association. A resolution for such purpose can only be adopted with a majority of at least two thirds of the number of votes in a meeting in which at such time, in which at least three fourths of the number of Board members are present or represented.
- 11.2. In the event that the quorum referred to in this Article is not present or not represented, the Board members who are present may decide to convene a new meeting in the manner set out above; said meeting must be held at least fourteen days but no more than twenty-eight days after the first meeting; in that second meeting the resolution referred to can only unanimously be adopted, regardless of the number of Board members who are present or represented.
- 11.3. The Board members must be informed of a proposal to amend the Articles of Association at least one month before the day of the meeting in which such resolution is to be adopted. The proposal must contain the full text of the amendment.
- 11.4. Subject to being declared null and void, the amendment must be effected pursuant to a notarial deed,
- 11.5. The Board members have the obligation to provide an officially certified copy of the amendment as well as the continuing text of the amended Articles

to the offices of the Trade Register, kept by the Chamber of Commerce and Industry within the area in which the Foundation has its Registered Office.

- 11.6. Every Board member or a person authorized by the Board is empowered to arrange for the execution of the notarial deed.

Dissolution and liquidation

- 12.1. The Board is empowered to dissolve the Foundation. The provisions in Article 11, Paragraph 1, 2 and 3 equally apply to a resolution to be adopted for that purpose.
- 12.2. Once the Foundation has been dissolved, it will continue to exist in so far as is necessary for the liquidation of its assets.
- 12.3. The Board shall effect the liquidation.
- 12.4. The liquidators shall ensure that the dissolution of the Foundation is entered into Register, within the meaning of the provisions of Article 11, Paragraph 5.
- 12.5. During liquidation, the provisions of the Articles of Association shall remain in force as much as possible.
- 12.6. A possible credit balance of the dissolved Foundation shall be spent in support of a public benefit organization that has similar objectives to the Foundation or a foreign organization that has public benefit exclusively or almost exclusively as its purpose and that has similar objectives to those of the Foundation.
- 12.7. Following the liquidation, the youngest liquidator shall keep the books and the records of the dissolved Foundation in his custody.

Concluding provisions

- 13.1. In any and all cases not provided for in the provisions of the law or in these Articles of Association, the Board will decide.
- 13.2. In its own activities, the Foundation will not be allowed to make any distinctions on account of race, nationality, national minority, gender, personal status, or on account of the expression a conviction, a political persuasion or sexual orientation. In addition, the Foundation may not be active for the benefit of persons and organizations which in their objectives, policies or effective actions

make such distinctions.

This provision is not applicable to any actions which attribute a privileged position to certain persons, or groups of persons in order to discontinue factual inequalities.

13.3 Where the male form is used in these Articles of Association, reference is made to both men and women without any distinction.

13.4. The word 'in writing' in these Articles of Association also refers to 'by E-mail', unless provided for otherwise.

Other details

In conclusion, the person appearing declared to appoint as Directors of the Foundation for the first time:

As the Chairman:

Mr. Gerindo Michael Kamid Kartadinata, place of birth Karlsruhe (Germany), date of birth the fourteenth of October nineteen hundred and seventy, of German nationality, holder of a passport numbered C4VR69FT6, not married and not registered as a partner, resident at Marnixkade 111 H, 1015 ZL Amsterdam;

As the Secretary:

Ms. Sanne Marjan Verbruggen, place of birth Duffel (Belgium), date of birth the seventh of January nineteen hundred and eighty-six, of Belgian nationality, holder of an alien's document numbered 591737272753, not married and not registered as a partner, resident in {Pesthuislaan 28, 1054 RL in Amsterdam;

As the Treasurer:

René Albert Lehnerr, as referred to before.

The address of the Foundation is: Marnixkade 111H, 1015 ZL in Amsterdam.

Conclusion of the deed

The person appearing is known to me, civil-law notary.

This deed was executed in Haarlem on the date first hereinbefore written.

After having discussed the contents of this deed with the person appearing and having pointed out the consequences arising from the contents of the deed,

he declared to have been aware in good time of the contents and the purport of the deed as a result of which there is no need to read out the deed in full. After having been read out in brief, this deed was signed by the person appearing and by me.

(Signing follows.)

ISSUED AS A TRUE COPY

*mr. J.B. Boeser
civil-law notary in Haarlem*

