

APPROVED

by the General Meeting of Participants

of the CHARITABLE ORGANIZATION

'PATIENTS OF UKRAINE CHARITABLE FOUNDATION'

Minutes No. 1

February 16, 2021

ARTICLES OF ASSOCIATION

**OF CHARITABLE ORGANIZATION 'PATIENTS OF UKRAINE CHARITABLE
FOUNDATION' IDENTIFICATION CODE 37724810**

(NEW EDITION)

Kyiv

2023

1. GENERAL PROVISIONS

1.1. CHARITABLE ORGANIZATION 'PATIENTS OF UKRAINE CHARITABLE FOUNDATION' (hereinafter referred to as the Foundation) is a non-governmental non-profit charitable organization that was created, registered and operates in accordance with the Constitution of Ukraine, the Law of Ukraine "On Charitable Activities and Charitable Organizations", other regulatory legal acts and these AoA.

1.2. Full Name: CHARITABLE ORGANIZATION 'PATIENTS OF UKRAINE CHARITABLE FOUNDATION'.

1.3. Short Name: NGO PATIENTS OF UKRAINE

1.4. In English: NGO "PATIENTS OF UKRAINE"

1.5. Legal Form of Organization: CHARITABLE ORGANIZATION

1.6. Type: CHARITABLE FOUNDATION

1.7. Status: Legal entity

1.8. The Foundation shall acquire the rights of a legal entity from the moment of its state registration in accordance with the procedure established by law. The Foundation has its own balance sheet, bank accounts, seal, letterheads and symbols, which are registered in accordance with the procedure established by law.

1.9. The Foundation's activities are public in nature, which does not contradict its interaction with the state authorities and does not deprive it of the right to receive state support.

1.10. The Foundation's activities are not aimed at generating profit.

1.11. The activities of the Foundation extend to the territory of Ukraine.

2. SUBJECT, GOALS, OBJECTIVES, AND MAIN ACTIVITIES

2.1. The main goal of the Foundation's activity is to disseminate treatment methods in Ukraine and ensure sustainable access to treatment programs in the necessary amount.

2.2 The objectives of charitable activities are to carry out charitable activities and provide charitable assistance to promote the legitimate interests of the beneficiaries in the areas of charitable activities, as well as to develop and support these areas in the public interest.

2.3 The purpose of the Foundation's activity is to carry out charitable activities for the benefit of persons in need of effective treatment and to bring the beneficiaries together to influence state policy. 2.4 The areas of charitable activity are as follows:

- Healthcare;
- Custody and care, legal representation and legal assistance;
- Social protection, social security, social services and poverty alleviation;
- Science and scientific research;
- Human and citizen rights as well as fundamental freedoms;
- Development of international cooperation of Ukraine;
- Promoting the implementation of state, regional, local and international programs aimed at improving the socio-economic situation in Ukraine;

2.5 To achieve the goal, the Foundation has set itself the following objective:

- Assistance in expanding access to quality medicinal products in the required amount;
- Making suggestions or recommendations to the state-owned or non-governmental organizations;
- Implementation of activities aimed at overcoming barriers to access to treatment in Ukraine;
- Involvement of the media in the coverage of problems with access to treatment in Ukraine;
- Assistance in conducting an effective pricing policy for drugs, diagnostics, and preventive techniques;

- Accumulation of funds for educational projects related to improving access to treatment in Ukraine;
- Facilitating patient education on treatment and developing their ability to advocate for treatment;
- Engaging healthcare and education professionals in holding classes and providing advice to the patient community;
- Engaging patients in monitoring the effectiveness and side effects of medications;
- Assistance in holding or conducting free presentations, speeches, lectures, round tables and other public events aimed at attracting public attention to the needs of the main goal of the Foundation;
- Promotion of fundamental and applied scientific research in the field of healthcare;
- Monitoring the research, with a primary focus on ethics, human rights, safety, side effects, commitment and accountability as per health priorities, the specifics of the country's epidemic and the requirements of vulnerable groups;
- Ensuring access to interim results of research for the patient communities of Ukraine in order to interpret them correctly, independently and to be able to influence the further course of research;
- Promoting the implementation of international instruments in the field of human rights and bioethics;
- Promoting the implementation of the latest domestic and foreign technologies for the treatment and rehabilitation of patients;
- Facilitating the implementation of social support for various socially disadvantaged population segments;
- Participation in providing medical assistance to people living with HIV infection, viral hepatitis, tuberculosis and other diseases and who, because of their financial situation, need social support and care;
- Establish direct liaison with healthcare facilities and research institutions of Ukraine and foreign countries for the purpose of exchanging work experience;
- Participation in charity events, fundraising events, with the funds used to provide medical and social assistance to all those in need;
- Participation in the organization of charitable financial and tangible assistance, charitable grants from individuals and legal entities both in Ukraine and abroad;
- Development of relationships and cooperation with charitable and state-owned organizations, commercial structures, banks, insurance companies and other legal entities and individuals in Ukraine and abroad;
- Organization and holding of charity events, charity auctions, non-monetary lotteries, contests and other charitable events, not prohibited by law, in accordance with the procedure established by current legislation;
- Conducting sociological surveys among the population of Ukraine and other countries in accordance with the procedure established by current legislation;
- Receipt of humanitarian or technical assistance in accordance with the procedure established by applicable law, which is provided in accordance with the terms of international treaties;
- Assistance in providing military units and civilian hospitals with medical equipment and medicines;
- Participation in the work of national and international institutions and organizations with similar tasks without the purpose of obtaining profit;
- Promoting the development and implementation of programs to prevent and combat stigma and discrimination against people living with HIV infection, viral hepatitis, tuberculosis and other diseases;
- Providing assistance in the development of publishing, mass media, and information infrastructure aimed at informing the population about various diseases without the goal of making a profit;
- Assistance in the reconstruction and rebuilding of healthcare facilities and their logistical support;
- Promoting the development of the rehabilitation system for patients with various conditions and diseases;
- Participation in councils, unions, associations and other unions established under public authorities on a voluntary basis and contributing to the implementation of statutory objectives;
- Promoting civil rights and freedoms, promoting human rights ideas and international standards of human rights and fundamental freedoms;
- Supporting the formation and development of the Ukrainian human rights movement;
- Promoting harmonization of Ukrainian legislation with the European and international regulations;
- Participation in national and international events dedicated to the protection of human rights;
- Involvement of the media and other non-governmental institutions and organizations in participation and coverage of issues in the protection of human rights in Ukraine;
- Promoting the development of science and education and the implementation of scientific and educational programs;

- Promotion of cultural development, including implementation of programs of national, cultural and spiritual development, access of all segments of the population to cultural and spiritual values;
- Promoting the protection and preservation of cultural heritage, monuments of history and culture;
- Preservation and development of the historical, cultural and spiritual heritage of Ukraine;
- Holding lectures, training, seminars for the participants of the Foundation and involved participants to achieve the goal of the Foundation's activities.

2.6. The Foundation, jointly with other benefactors or individually, may carry out charitable activities on the basis of a voluntary choice of one or more of the following types:

- 1) Free transfer of funds and other property to the beneficiaries, as well as free assignment of property rights to beneficiaries;
- 2) Free transfer of the right of use and other property rights to property and property rights to the beneficiaries;
- 3) Free transfer of income from property and property rights to beneficiaries;
- 4) Free provision of services and performance of works for the benefit of beneficiaries;
- 5) Charitable joint activities and performance of other contracts (agreements) on charitable activities;
- 6) Public collection of charitable donations;
- 7) Management of charitable endowments;
- 8) Execution of wills, testaments, and inheritance contracts for charitable purposes;
- 9) Holding charity auctions, non-monetary lotteries, contests and other charitable events not prohibited by law.

2.7. In order to carry out charitable activities, the Foundation shall be entitled to the below in accordance with the procedure established by law:

- Independently decide the issue of providing charitable assistance to its beneficiaries, use targeted donations provided by the benefactors for the implementation of the charitable program in accordance with the terms of donation;
- Carry out charitable joint activities and perform of other contracts (agreements) on charitable activities;
- Join unions, associations and other alliances established on a voluntary basis and contribute to the fulfillment of statutory objectives;
- Exchange information and specialists with the relevant organizations in foreign countries;
- Organize the collection of charitable donations and contributions from individuals and legal entities, foreign states and international organizations;
- Constantly determine the forms, objects, subjects and scopes of charitable assistance;
- Open accounts (in national and foreign currencies) in bank institutions;
- Establish mass media, enterprises and organizations;
- Be a member of other charitable organizations;
- Promote own name, symbols;

2.8. The Foundation shall ensure the fulfillment of statutory objectives, free access to its reports, documents on economic and financial activities.

3. PROCEDURE FOR THE ESTABLISHMENT AND OPERATION OF THE FOUNDATION'S MANAGEMENT BODIES

3.1. The Foundation's management bodies shall be as follows: **General Meeting of the Foundation Participants, the Directorate (Executive Body), the Supervisory Board.**

3.2. **The Supreme Management Body of the Foundation is the General Meeting of Foundation Participants.** The exclusive competence of the Supreme Management Body of the Foundation shall cover:

- Approval of the AoA and amendments hereto;
- Election of executive (Directorate) and management and control (Supervisory Board) bodies of the Foundation;
- Determination of the main areas of activity of the Foundation;
- Making decisions on the reorganization and liquidation of the Foundation;

- Approval of the decision to acquire real estate of the Foundation;
- Decisions on the creation of separate units, branches, representative offices of the Foundation;
- Decisions on joining or leaving associations, unions, other alliances of legal entities under private law;
- Admission as a full participant of the Foundation at the request of the Directorate;
- Decision-making on other issues within the exclusive competence of the General Meeting of Participants according to the applicable laws of Ukraine.

3.3. The General Meeting of Participants shall have the right to make decisions on any issues of the Foundation's activities, including those assigned by the General Meeting of Foundation Participants to be within the competence of the Executive Body.

3.4. Its participants shall take part in the General Meeting of Foundation Participants. Each full participant of the Foundation shall have one vote. The meeting shall be deemed competent if at least half of the full participants of the Foundation are present at the meeting. Individual participants of the Foundation shall take part in the General Meeting of Foundation Participants in person or through their representative under a power of attorney certified in accordance with the procedure established by law.

3.5. Ordinary General Meetings of Foundation Participants shall be convened by the Directorate annually. The General Meetings shall consider the issues submitted for their consideration by the Directorate, the Executive Director of the Foundation, as well as the participants of the Foundation. All participants of the Foundation shall be notified of their convocation at least ten days prior to the date of the Meeting.

3.6. Extraordinary General Meetings shall be convened by the Foundation or the Executive Director in the presence of circumstances affecting the essential interests of the Foundation, as well as in other cases provided for by these AoA and the legislation of Ukraine.

3.7. Extraordinary General Meetings can be initiated by the Executive Director of the Foundation at the request of the Directorate, the Supervisory Board. At least one-third of the Foundation participants shall have the right to initiate the convening of the General Meeting of the Foundation.

3.8. Decisions of the General Meeting of Foundation Participants shall be considered adopted if the majority of those present at the General Meeting of Foundation Participants voted for them.

3.9. Decisions of the General Meeting of Foundation Participants on termination of the Foundation's activities shall be made by at least three-fourths of the participants from the total number of the Foundation's participants.

3.10. The General Meeting of Foundation Participants may be held in one of the following ways:

3.10.1. **Personal presence** – through the simultaneous and personal presence of the full participants of the Foundation (their representatives under a PoA) in one place designated as the venue for holding the General Meeting of Foundation Participants;

3.10.2. **Remotely** – through the participation of full participants of the Foundation in the General Meeting of Foundation Participants and their personal voting online (video conference mode), using software such as ZOOM, Skype and other similar software, which, in particular, allows recording the video conference. Participants taking part in the remote voting shall express their position on each of the issues on the agenda of the General Meeting of Foundation Participants by choosing one of the following options: "FOR"; "AGAINST"; "ABSTAINED".

3.10.3. **Remotely, using the mobile application "NGO management_PU"*** - through the participation of full participants of the Foundation in the General Meeting of Foundation Participants and their personal voting via the mobile application "NGO management_PU".

3.10.4. **Mixed mode** – through the personal presence of a part of the Foundation's full participants (their representatives under a PoA) in one place designated as the venue for the General Meeting of Foundation Participants and the simultaneous participation of another part of the Foundation's full participants in the General Meeting of Foundation Participants and their personal voting online (video conference mode), using software such as ZOOM, Skype and other similar software, which, in particular, allows recording the video

conference (remote participation). Part of the full participants taking part in the remote voting shall express their position on each of the issues on the agenda of the General Meeting of Foundation Participants by choosing one of the following options: "FOR"; "AGAINST"; "ABSTAINED".

*** Mobile application "NGO management_PU" (hereinafter referred to as the "NGO management_PU" Application or the "Application").**

The Administrator of the "NGO management_PU" Application is appointed by the Foundation's Directorate for a term defined in the respective decision. The Administrator is responsible for all processes during the use of the "NGO management_PU" Application. The scope of the Administrator's rights and duties is defined by these AoA and the respective decision of the Foundation's Directorate.

To use the "NGO management_PU" Application, each full participant of the Foundation undergoes personal registration in the "NGO management_PU" Application, after which they receive a password to their e-mail and log into the Application as a user using the received password (in the group to which they are registered), giving consent to the processing of personal data. In the case of a change of the e-mail and/or phone number of the full participant of the Foundation, registered in the "NGO management_PU" Application, the full participant must notify the Administrator of the Foundation of these changes no later than 2 (two) business days from the date of the relevant changes.

On the day of the General Meeting of the Foundation Participants, each full participant of the Foundation will receive notification on their mobile phone reminding them to vote.

The "NGO management_PU" Application displays the date and time of the start and end of the General Meeting of the Foundation Participants. During the specified period of time, each full participant of the Foundation can vote by selecting the option they wish to vote for and submitting their vote by pressing the corresponding button on their mobile device. Once the allotted time for voting has passed, the system of the Application blocks any further voting. The Administrator of the "NGO management_PU" Application exports the Minutes of the Voting Results, which includes the following information:

- date and time of the drafting of the Minutes of the Voting Results;
- date and time allocated for voting;
- number of full participants of the Foundation who were registered in the "NGO management_PU" Application at the time of voting;
- list of full participants of the Foundation, with the participant's corresponding ticket number and their mobile phone number;
- agenda items of the General Meeting of the Foundation Participants;
- voting results, in table format, for each individual agenda item of the General Meeting of the Foundation Participants;
- other information from the "NGO management_PU" Application, if necessary.

The Minutes of the Voting Results, exported from the "NGO management_PU" Application and printed out, is signed by the Administrator of the Application, who certifies the authenticity of the data presented in the Minutes of the Voting Results with their signature.

No later than the next day after signing the Minutes of the Voting Results the Administrator of the "NGO management_PU" Application transmits the corresponding protocol to the Chairperson and Secretary of the General Meeting for proper formalization of the Minutes of the General Meeting of Foundation Participants.

Information about the voting conducted using the "NGO management_PU" Application, as well as the Minutes of the Voting Results in PDF format or any other documents generated from the results of the General Meeting of the Foundation Participants, are stored on the web hosting selected by the Foundation. The storage period for information and documents is indefinite.

A printed copy of the properly formalized and signed by the Administrator of the “NGO management_PU” Minutes of the Voting Results Protocol is kept together with the corresponding Minutes of the General Meeting of Foundation Participants.

3.11. The decision on the method of holding the General Meeting of Foundation Participants shall be made by the Directorate of the Foundation. Information on the chosen method of holding the General Meeting of Foundation Participants shall be recorded in the Minutes of the General Meeting of Foundation Participants.

3.12. The Directorate of the Foundation shall inform the full participants of the Foundation about the date, venue, method of holding and the agenda of the General Meeting of Foundation Participants at least 10(ten) calendar days before the date of holding, by posting such information on the official website of the Foundation and/or by registered letter and/or e-mail, and/or text message, and/or via the "NGO management_PU" Application. If need be, participants can be informed about other necessary information for remote voting (passwords, credentials, etc.).

3.13. The Chairperson and Secretary of the General Meeting of Foundation Participants shall be elected by the participants of the General Meeting directly at the General Meeting of Foundation Participants.

3.14. The results of the General Meeting shall be formalized by the Minutes of the General Meeting of Foundation Participants, which shall be signed by the Chairperson and the Secretary of the General Meeting.

3.15. The Executive Director of the Foundation shall ensure storage of the Minutes of the General Meeting of Foundation Participants and the corresponding video conference records or the Minutes of the Voting Results, if voting took place remotely through the “NGO management_PU” Application. The period for the storage of documents and information is indefinite.

3.16. Any participant of the Foundation shall have the right to read and see the Minutes of the General Meeting of Foundation Participants and the corresponding recordings of the video conference (in the event that the General Meeting was held remotely) or the Minutes of the Voting Results (in the event that the General Meeting was held remotely through the “NGO management_PU” Application), by submitting a corresponding written request to the Executive Director of the Foundation, who shall provide the participant with the requested information within 10 (ten) calendar days from the moment of receipt of the corresponding request.

3.17. The procedure for holding General Meetings of the Foundation Participants defined herein shall be the same for ordinary and extraordinary General Meetings of the Foundation Participants.

3.18. **The Executive Body of the Foundation shall be the Directorate.** The Directorate shall be the permanent management body of the Foundation. The Directorate shall consist of the Executive Director and four pro bono advisors.

3.19. The Directorate members shall be elected at the General Meeting of Foundation Participants for a term of 4 (four) years, and may be re-elected for a new term by the decision of the General Meeting of Foundation Participants.

3.20. Members of the Directorate may be individuals who have full civil legal capacity, are full participants of the Foundation and have the appropriate qualifications. Members of the Directorate cannot be members of the Supervisory Board.

3.21. **The powers of the Directorate shall include the below:**

- Ensuring the effective operation of the Foundation in the period between the General Meetings of Foundation Participants;
- Making decisions on a daily basis that do not go beyond the scope of activities adopted by the General Meeting of Participants;
- Consideration of applications for membership/participation in the Foundation, admission as temporary/associate members (participants) and submission of candidacies to the General Meeting or further admission as full members (participants) of the Foundation;
- Making decisions, after approval by the General Meeting of Foundation Participants, on the acquisition of real estate by the Foundation;

- Exercise other powers and functions as determined by the General Meeting and these Articles of Association.

3.22. The Directorate shall report on its activities to the General Meeting at its request.

3.23. A person may terminate the duties of a member of the Directorate at his/her own request by submitting a written application to the Executive Director 14 calendar days prior to the date of termination in person or by mail, or on the basis of a decision on the early termination of the powers of a member(s) of the Directorate, which is adopted by the General Meeting of Participants or the Supervisory Board.

3.24. Should one or more members of the Directorate be unable to perform their duties, the Executive Director shall appoint a person acting as a member of the Directorate temporarily until the election of new members by the General Meeting of Foundation Participants.

3.25. The Directorate shall be headed by the Executive Director. The competence of the Executive Director shall include the below:

- Organization and management of the Foundation's activities, negotiations on behalf of the Foundation, representation of the Foundation in relations with legal entities and individuals, disposal of funds within the approved budget;
- Appointment of the Foundation's administrative staff within the limits of the staffing schedule, conclusion and termination of contracts with the staff, temporary employees and consultants, in accordance with the applicable law;
- The Executive Director shall be the primary signatory of the Foundation's financial documents and shall act on behalf of the Foundation without a power of attorney;
- Organization of the activities of the administrative staff to ensure the effective operation of the Foundation;
- Ensuring the effective operation of the Foundation in the period between the General Meetings of Foundation Participants;
- Control over the implementation of the Foundation's objectives;
- Management of the Foundation's property;
- Approval of the list of donors to whom the Foundation will apply;
- The right to enter into civil law and business contracts and to issue powers of attorney to third parties;
- Other powers defined by the law and herein.

3.26. Should the Executive Director be unable to perform his/her duties, the Supervisory Board shall appoint one of the participants of the Foundation as the acting Executive Director until the election of the Executive Director by the General Meeting.

3.27. Employees of charitable organizations are subject to labor legislation, compulsory state social insurance and social security.

3.28. Management and control functions in the Foundation shall be carried out by the **Supervisory Board**, the composition of which shall be determined by the General Meeting and elected for 2 years. Members of the Supervisory Board cannot be members of the Foundation's Executive Body. The number of members of the Supervisory Board shall be determined by the General Meeting, but cannot be less than three people.

3.29. Meetings of the Supervisory Board shall be held at least once a year. Decisions shall be made by a simple majority vote of the members of the Supervisory Board present at the meeting. Decisions of the Supervisory Board shall be documented in the minutes. Voting at the meetings of the members of the Supervisory Board shall take place in the same manner as one of the voting methods defined herein for voting at the General Meeting of Foundation Participants (sub-clauses 3.10.1, 3.10.2 and 3.10.3 hereof).

3.30. The competence of the Supervisory Board shall include the below:

- Control over the Foundation's financial activities;
- Preparation of the reports on the results of audits of the activities of the Executive Body of the Foundation and bringing the reports to the attention of the General Meeting of Foundation Participants;

- The right to demand that an Extraordinary General Meeting be convened;
- Control over compliance of the Foundation's activities and the use of its assets with the AoA of the Foundation;
- Solving other issues within its competence as per the legislation of Ukraine, these AoA and internal documents of the Foundation.

3.31. The Supervisory Board shall have the right to demand from the officials of the Foundation the submission of the necessary materials, accounting and other documents and personal explanations.

3.32. Conflict of interest.

3.32.1. A member of the Foundation's management body shall not participate in decision-making regarding:

- Contracts or other transactions between the Foundation and that member of the management body or related person;
- Disputes between the Foundation and that member of the management body or related person;
- Exemption of this member of the management body or a related person from property liability to the Foundation.

4. PARTICIPANTS OF THE FOUNDATION, THEIR RIGHTS AND OBLIGATIONS

4.1. The participants of the Foundation are its founders, other individuals and legal entities who have joined the Foundation in accordance with the procedure established herein. The founders of the Foundation are individuals who have decided to establish the Foundation.

4.2. Individuals that may participate in the Foundation: citizens of Ukraine, foreign citizens, stateless persons over 18 years of age and legally capable, and legal entities, except for entities authorities, local self-government bodies, other legal entities under public law, which share the provisions hereof, support the goal, scope of activity and main objectives of the Foundation. Honorary participants of the Foundation can be capable individuals and legal entities that have made a significant contribution to the activities of the Foundation and support of its goal and statutory objectives.

4.3. All full participants of the Foundation shall have equal rights. Legal entities that are the participants of the Foundation shall act in the management bodies of the Foundation through their representatives authorized on the basis of a power of attorney.

4.4. Admission of new full participants of the Foundation shall be carried out by the General Meeting at the request of the Executive Body of the Foundation in accordance with the current legislation.

4.5. Admission of associated participants of the Foundation shall be carried out by the Directorate, and at the General Meeting the Directorate shall raise the issue of admitting a participant as a full participant of the Foundation. The Directorate shall maintain the Register of temporary and full participants of the Foundation.

4.6. Foundation participants shall join the Foundation and withdraw therefrom by submitting a written application to the Executive Body of the Foundation. Such applications must be considered within fifteen business days from the date of their receipt by the Executive Body and submitted for approval at the next General Meeting of the Foundation within a year. The decision on admission as full participants in the Foundation shall be considered adopted if a majority of those present at the General Meeting of the Foundation voted for it. To become a participant of the Foundation, a candidate shall send an email to the Foundation attaching the below: An application for admission to the Foundation, a resume (CV), a cover letter, and a reference from a current participant (if possible).

The application for admission to the Foundation shall be submitted to the Executive Director and shall contain: a) For individuals – last name, first name, patronymic, citizenship, place of permanent residence, year of birth of the candidate to become a participant in the Foundation, indication of the type of participation that the candidate wishes to acquire (to become a full or temporary/associated participant), as well as a written commitment to fulfill statutory obligations should the candidate be accepted to the Foundation. b) For legal entities – name, EDRPOU code (Unified State Register of Enterprises and Organizations of Ukraine), location, contact phone and email address, indication of the type of participation that the candidate wishes to acquire (to

become full or temporary/associated participant), as well as a written commitment to fulfill statutory obligations should the candidate be accepted to the Foundation. The application must be accompanied by the Extract from the Unified State Register of Enterprises and Organizations of Ukraine and the decision (the original or a legally certified copy) of the competent body of a legal entity to accept such a legal entity into the Foundation.

4.7. An application to join the Foundation may be rejected by the Executive Body of the Foundation by its decision.

4.8. A Foundation participant may be withdrawn from participation in the Foundation by the decision of the General Meeting of Foundation Participants in the following cases:

- Committing acts contrary to the Foundation's AoA;
- Committing acts / omissions that negatively affect the reputation of the Foundation;
- Use of the name, logo, full name of the Foundation's officials without the consent of the Foundation's Directorate;
- Participant's unexpunged conviction;
- Participant's incapacity;
- Existence of a conflict of interest;
- At the request of a Foundation participant.

4.9. Notification of rejection of an application for or withdrawal from participation in the Foundation shall be provided in writing to the relevant candidate/Foundation participant.

4.10. In the manner prescribed by law and these Articles of Association, full participants of the Foundation shall have the right to:

4.10.1. Participate in the activities of the management bodies of the Foundation, in particular by discussing, voting and making decisions on all issues of its activities in the manner prescribed herein;

4.10.2. Elect and be elected to the Executive Body of the Foundation, participate in its work, as well as in events held by the Foundation;

4.10.3. Propose issues related to the Foundation's sphere of activity for the consideration of the Foundation's management bodies;

4.10.4. Receive from the Foundation any information regarding its activities for review;

4.10.5. Voluntarily withdraw from the Foundation.

4.11. The participants of the Foundation shall also enjoy other rights provided for by the legislation of Ukraine or decisions of the supreme management body of the Foundation.

4.12. Full participants of the Foundation shall be required to:

4.12.1. Comply with the provisions hereof and implement the decisions of the Foundation's management bodies;

4.12.2. Avoid actions that cause moral and financial damage to the Foundation;

4.12.3. Provide assistance in promoting and achieving the Foundation's goals and objectives, enhancing the credibility and reputation of the Foundation, and facilitating the implementation of the Foundation's objectives;

4.12.4. Participate in the work to fulfill the statutory objectives of the Foundation and participate in the events held by the Foundation;

4.12.5. Perform other duties stipulated by the legislation of Ukraine, these AoA and decisions of the supreme management body of the Foundation.

4.13. The founders, participants and employees of the Foundation shall have no right to receive financial benefits and additional benefits in connection with their position in the Foundation, other than those directly

provided for by the legislation of Ukraine.

5. SOURCES OF FINANCING AND PROCEDURE FOR USING PROPERTY AND FUNDS OF THE FOUNDATION

5.1. The property and funds of the Foundation shall consist of:

- Charitable contributions and donations provided by individuals and legal entities in cash and in kind;
- Sponsorship income and targeted financing from individual programs, grants, international and domestic institutions;
- Proceeds from charitable campaigns to collect charitable donations, charitable mass events;
- Income from deposits and other securities owned by the Foundation;
- Targeted revenues for the implementation of charitable programs;
- Other sources not prohibited by the current legislation.

5.2. The Foundation may own movable and immovable property, tangible and intangible assets, funds, as well as other property acquired on legal grounds.

5.3. The Foundation shall have the right to carry out any transactions with respect to its property and funds that are not contrary to its statutory goals and the laws of Ukraine.

5.4. The property and funds of the Foundation shall be used to fulfill the statutory objectives of the Foundation and cannot be pledged.

5.5. The Foundation shall have the right to carry out business activities without the purpose of making a profit, which contributes to the achievement of the Foundation's statutory goals. The Foundation shall enjoy independence in making business decisions, determining the terms of remuneration for its employees, using its own financial and tangible resources in accordance with the requirements of the law. The amount of administrative expenses of the charitable organization cannot exceed 20 percent of the income in the current year.

5.6. Income (profits) of the Foundation shall be used solely to finance the costs of maintenance of the Foundation, implementation of the purpose (goals, objectives) and activities defined herein.

5.7. Income (profits) received by the Foundation or parts thereof shall not be subject to distribution to the founders (participants), employees (other than remuneration and accrual of single social contribution), members of the management bodies and other related persons.

6. INTERNATIONAL RELATIONS AND ACTIVITIES OF THE FOUNDATION

6.1. The Foundation, in accordance with its statutory objectives, shall have the right to engage in international relations and activities in the manner prescribed by these AoA, the current legislation of Ukraine.

6.2. The international activities of the Foundation are carried out through participation in international projects, the work of international organizations, as well as other forms that do not contradict the legislation of Ukraine, the norms and principles of international law.

6.3. The Foundation may establish or join international organizations, form international unions, maintain direct international contacts and connections, enter into relevant agreements, and participate in the implementation of international events.

7. PROCEDURE FOR AMENDING THE FOUNDATION'S AOA

7.1. The issue of amendments to the AoA of the Foundation shall fall within the competence of the General Meeting of Foundation Participants.

7.2. Decisions on termination of the Foundation's activities shall be made by at least three-fourths of the participants from the total number of the Foundation's participants.

7.3. State registration of amendments to the AoA of the Foundation shall be carried out in accordance with the procedure established by the current legislation of Ukraine.

8. FOUNDATION'S ACCOUNTING AND REPORTING

8.1. The Foundation shall keep records of activity results, operational, financial accounting and statistical reporting, shall be registered with the state tax authorities and make payments to the budget in the manner and amounts provided for by the current legislation.

8.2. Information about the structure and size of the Foundation's income and expenses, as well as the terms of using their assets for charitable activities, shall not constitute confidential information or a trade secret.

8.3. The Foundation's reporting may contain information about the identity of benefactors and beneficiaries, subject to the consent of the benefactors, beneficiaries or their successors or legal representatives.

8.4 Responsibility for the accounting, timely submission of accounting and other reporting shall be vested in the Chairperson of the Executive Body of the Foundation, whose competence is defined by the current legislation and the chief accountant of the Foundation (if any).

9. PROCEDURE FOR REORGANIZATION OR LIQUIDATION OF THE FOUNDATION, USE OF ITS PROPERTY AND FUNDS IN CASE OF LIQUIDATION

9.1. Reorganization and liquidation of the Foundation shall take place in accordance with the procedure provided for by the current legislation of Ukraine.

9.2. The reorganization of the Foundation shall be carried out by the decision of the General Meeting.

9.3. Upon reorganization of the Foundation, its rights and obligations shall be transferred to its legal successors. The legal successors of the charitable organization in the event of its reorganization may be one or more charitable organizations. The Foundation cannot be reorganized into a legal entity whose purpose is to make a profit.

9.4. Liquidation of the Foundation shall be carried out by a decision of the General Meeting or a court decision in the cases and in the manner prescribed by the current legislation.

9.5. The decision to liquidate or reorganize the Foundation shall be made at the General Meeting of Foundation Participants by a majority of not less than three-fourths of participants from the total number of Foundation's participants.

9.6. In the event of termination of the Foundation (as a result of its liquidation, merger, spin-off, accession or transformation), the assets of the Foundation shall be transferred to one or more non-profit organizations of the relevant type, or credited to the budget, unless otherwise provided for by law.

Chairperson of the Meeting _____ Inna Valeriivna Ivanenko

Secretary of the Meeting _____ Anastasiia Valeriivna Nazarova