

Statutes

§ 1 Name, Seat and Financial Year

The Association has the name **Knorr-Bremse Global Care e.V.**

The Association is based in Munich.

The financial year is the calendar year.

§ 2 Purpose of the Association

The Association exclusively and immediately pursues charitable welfare purposes devoted to the common good within the meaning of paragraph "tax-privileged purposes" of the German Fiscal Code.

The aim of the Association is to support people in need in this country and in foreign countries who are suffering want due to environmental catastrophies, accidents, armed conflicts, poverty and disease. The Association's purpose is to use financial resources and non-cash contributions directly at the location in the form of charity, helping people to help themselves, building-up or supporting educational establishment, supply institutions and emergency accomodation as well as direct help through members of the Association or through helpers at home and abroad within the meaning of § 57 AO.

Furthermore, the procurement and transfer of means to tax-privileged corporations or corporations under public law, with the purpose of promoting charitable purposes, public health care, educational establishments and development aid as well as promoting the understanding between nations.

The Association's activities are not for the members' benefits. It does not pursue in the first place commercial aims of its own.

§ 3 Use of funds

The funds of the Association may only be used for purposes under the terms of the statutes. The members do not receive any endowments from the Association.

The Association is obliged to use earmarked contributions conforming to the intended purpose as far as possible.

No person may benefit from expenditures which divert from the Association's purpose or from unusually high remunerations.

§ 4 Membership

Any natural or legal person of public and civil law can become a member of the Association. To become a member it is necessary to submit a written application for membership to the Board of Management.

The board decides on each application at its own discretion.

Membership ends with death, dissolution, exclusion or termination of membership. Membership may be terminated by written notice submitted to the Managing Board with a period of 3 months to the end of the fiscal year.

Should a member injure the interests of the Association grossly and culpably, that member can be expelled from the Association by a decision of the Board. Prior to adoption of resolution, the member must be given the opportunity to provide an oral or written statement. The General Assembly decides by a simple majority regarding appeal against the resolution of exclusion.

§ 5 Membership Fee

The members are not obliged to make contributions. The activities of the Association are financed from donations and possible subsidies.

§ 6 Bodies of the Association

The bodies of the Association are as follows:

- the Committee,
- the General Assembly.

§ 7 Committee of the Association

The Committee of the Association consists of at least three and at most seven persons.

The Committee of the Association consists of at least:

- the Chairman of the Committee;
- the Vice-Chairman;
- the Managing Director.

The Committee may be extended to a maximum of 7 persons by the General Assembly of Members by election of advisory committee members and/or special representatives (e.g. a treasurer; controlling, public relations work).

The Chairman, the Vice-Chairman and the Secretary shall represent the Association in and out of court. Each of them may represent the Association alone. Internally, the Chairman may be represented by the Vice-Chairman and the Secretary as well as other members of the Committee only in case the Chairman is prevented from representing the Association.

The Committee shall be responsible for all matters regarding the Association, unless such matters have been transferred to the General Assembly of Members by these statutes.

The Chairman, the Vice-Chairman, the Secretary as well as any other members of the Committee shall be elected by the General Assembly of Members.

The members of the Committee shall be elected for a term of 4 years and shall remain in office beyond this period until such time as a successor has been elected.

All members of the Committee are acting on an honorary basis.

Should a member of the Committee retire prematurely, then the General Assembly of Members may elect a substitute member for the remaining term of office of the retired member.

The Committee may pass resolutions by majority vote. Votes may be cast in meetings, in writing, by telefax or by electronic post.

The Committee is deemed to have a quorum if more than half of the members are present and/or can be contacted and if they vote.

§ 8 Responsibilities of the Committee

The Committee is responsible for the following matters:

- to prepare and convene the General Assembly of Members as well as to draw up the agenda;
- to implement resolutions of the General Assembly of Members;
- to prepare the budget, to handle the bookkeeping, to prepare the annual accounts and the report on the activities of the Association;
- to pass resolutions regarding admission and exclusion of members;
- to represent the Association internally and externally;
- to determine the goals of relief projects.

§ 9 General Assembly of Members

The General Assembly of Members shall be convened:

- if it is necessary in the interest of the Association,
- at least once a year,
- if one third of the members demands it in writing giving reasons.

The invitation containing the agenda shall be made one week in advance. The General Assembly of Members shall be convened by an ordinary letter by the Chairman or - should he be prevented from convening the assembly - by the Vice-Chairman.

The General Assembly of Members shall be chaired by the Chairman, or - should he be absent or unable to attend - by another member of the Committee.

Each member has one vote. The General Assembly of Members is deemed to have a quorum if at least one half of the total of members of the Association are present.

The General Assembly of Members shall pass resolutions with the majority of the valid votes cast. Abstentions from voting shall not be taken into account.

For any amendments to these statutes, a majority of three quarters of the valid votes cast is required, for the dissolution of the Association a majority of nine tenth is required. The purpose of the Association may only be amended upon the approval of all of the members.

The General Assembly of Members shall be responsible for the following matters:

- to accept the annual report;
- to discharge and to elect the Committee;
- to define the annual accounts;
- to approve the budget;
- to decide on the exclusion of a member;
- to amend these statutes;
- to dissolve the Association.

Any resolutions shall be documented in minutes which are to be signed by the person in charge of the assembly and the keeper of the minutes.

§ 10 Dissolution of the Association

The Association may only be dissolved following a resolution passed by the General Assembly of Members, whereby a majority of nine tenth of the votes cast is required. One or several members of the Committee may be elected as liquidators by the General Assembly of Members.

If the Association is dissolved or no longer eligible for tax relief, then the Association's assets shall fall to a corporation under public law or to another tax-privileged corporation for use for education. Resolutions on the use of the Association's assets in case of dissolution may be implemented only upon approval of the responsible tax office.

§ 11 Effective Date of these Statutes

These statutes shall come into force upon their incorporation into the register of associations.

These statutes, amended by resolution dated as of today's date, have been adopted in Munich on the 18th day of January 2005 by the following founder members:

- 1. Thiele- Schürhoff, Julia**
- 2. Eva Seifert**
- 3. Josef Arzberger**
- 4. Mario Beinert**
- 5. Dr. Sigurd Dahrendorf**
- 6. Dr. Roland Klinkhammer**
- 7. Peter Riedlinger**