

Statutes

Chapter I

Article 1. SME Safety, hereinafter the “Association”, is constituted as international non-profit association under Belgian law (a.i.s.b.l.).

Article 2. The registered office of the organization is at 4 Rue Jacques de Lalaing, 1040 Brussels, Belgium. It may be transferred by decision of the Administrative Council to any other place within that Brussels metropolitan area. Any change in the registered office must be published within one month of the date on which it occurs in the schedules to the Belgian State Gazette.

Article 3. The main objective of the association, constituted as a non-profit international association in accordance with the Chapter III of the law of 27 June 1921 on non-profit associations, non-profit international associations and foundations, is to safeguard the interests of European SMEs in the safety sector in the international regulatory and policy domain. (SMEs are referred to hereby as defined in the EU recommendation 2003/361: <http://eur-lex.europa.eu/LexUriServ/LexUriServ.do?uri=OJ:L:2003:124:0036:0041:EN:PDF>.) In order to reach this overall goal, the association is committed:

- to represent the interests and stances of the organization's members on specific problems vis-à-vis the European and international standardization bodies;
- to represent the interests of the members vis-à-vis the European and international institutions;
- to provide information to the members on the development of standards and legislation in the safety sector and their possible consequences to their business.

Chapter II. Members

Article 4. The number of members is not limited. The minimum number is three. The first members are the following founding members: BartelsRieger Atemschutztechnik GmbH & Co. KG, DPI srl, EBC – European Builders Confederation a.i.s.b.l., EKASTU Safety GmbH, Kasco srl, MALINA-Safety s.r.o., MILLA S.R.L, Spasciani Spa, Spirooptic Kft, Spring Protezione srl, Valmy SAS.

The members of SME Safety are Effective Members and Associate Member.

1. Effective Members:

- Entrepreneurs and small and medium-sized undertakings that manufacture PPE (Personal Protective Equipment) or other safety products (PPE is referred to hereby as defined in EU Directive 89/686/EEC: <http://eur-lex.europa.eu/LexUriServ/LexUriServ.do?uri=CONSLEG:1989L0686:20031120:EN:PDF>);
- Associations of manufacturers of PPE or other safety products.

Effective members have voting right.

2. Associate Members:

- Any other organization that is linked in some manner to SME manufacturers of PPE or other safety products, e.g. organizations representing the users of safety products, organizations involved in the distribution or certification of these products etc.

Associate members may take part in the association's meetings, but they have no voting right.

Effective members and associate members must be legally constituted according to the laws and customs of their countries of origin.

The associate members benefit from the same rights as the effective members when it comes to receiving information, newsletters and documentation published by the organization's office.

Article 5. Any organization wishing to become a member of "SME Safety" must submit a written request to the Secretariat of the association. The admission of the new member will be decided on by the managing bodies of the association (Administrative Council and General Assembly) by a simple majority.

Article 6. Effective and associate members may cease their membership at the end of a calendar year. Their decision to leave the association must be notified by a registered letter no later than 1 October.

Members ceasing to be part of the association shall have no rights over its funds.

Members who have not paid their subscription fee will be automatically excluded in the case they have not acquitted their debt within the period of two months of the sending of a reminder letter by registered post.

The exclusion will take effect at the end of the two months period.

Article 7. The members pay a subscription fee fixed annually by the General Assembly.

PART III. General Assembly

Article 8. The General Assembly is made up of effective members and associate members. Effective members have right to one vote, while associate members have no voting right. The Secretary-General takes part in the meetings of the General Assembly with right to one vote.

Article 9. There is a General Assembly once a year. Any extraordinary General Assembly is called on the explicit request of the President or one-fifth of the members. The assemblies can take place in teleconference.

The members have the right to take part in any decision making process within the association, by way of electronic means of communication made available by the association. If the right to take part in a decision is granted, either the notice or a document to which the members get free

access and to which the notice refers (as for example, the protected page of the company's website) sets the last day on which the members shall exercise their voting right on this decision, by using the electronic means of communication made available by the association (as for example emails).

Its decisions are compulsory for all the members, even the absent or dissenting ones. They are also binding for the associate members.

Article 10. The meeting is called by communicating by e-mail - the date, time and place of the meeting, together with the meeting's agenda. The communication must reach the members at least eight weeks before the date of the meeting. Under exceptional circumstances meetings can be called up to three weeks before the date of the meeting.

Article 11. The General Assembly decides what shall be the principles for carrying on the organization's activities. Its powers in particular cover:

- annually adopting the budget and accounts;
- approving amendments to the Statute and the dissolution of the organization;
- ratifying the acts of other statutory bodies of the organization;
- allocating tasks amongst the President, the Administrative Council, the Treasurer and the Secretary-General;
- Electing the President of the Administrative Council;
- Fixing the annual subscription fee;
- Appointing an auditor in order to verify the accuracy of the bookkeeping.

Article 12. The General Assembly decides by a simple majority. In the event of a tie, the President has a casting vote.

Except in the cases foreseen by the law of 27 June 1921, the General Assembly might deliberate within the law when one third of the members (minimum 2) are present or represented.

When this requirement is not fulfilled, a new General assembly will be called on within a period of 20 working days; the latter will then deliberate within the law irrespective of the number of effective members present (minimum 2).

Article 13. An absent member may arrange to be represented at the General Assembly by another member holding a written, signed proxy or vote transfer. This must be presented to the General Assembly.

Each member has the right to represent more than one other member.

The minutes of the General Assembly are sent by e-mail to the members at the latest three weeks after the meeting. They are entered in the register that shall be available to the members.

PART IV. President

Article 14. The President is elected by the Administrative Council from its members by a simple majority of those present. The President is elected for a period of three years and is re-eligible.

Article 15. His tasks shall include:

- representing the organization;
- chairing the General Assembly and the Administrative Council;
- calling the General Assembly and the Administrative Council;
- appointing the representatives of the organization where necessary;
- proposing the Secretary-General, the Treasurer and the Vice-Presidents;
- In so far as he deems it necessary, the President may pass all or part of his tasks to a member of the Administrative Council or to the Secretary General.

PART V. Vice-Presidents and Treasurer

Article 16. The President proposes the prospective Vice-Presidents and Treasurer. The Vice-Presidents and the Treasurer are elected by the Administrative Council on the proposal of the President. They are appointed for a period of three years. They are eligible for re-election. The Vice-Presidents and the Treasurer are members of the Administrative Council.

Article 17. The Vice-Presidents decide along with the President upon the organization's activities, deputize for him in emergencies or where expressly authorized to do so.

Article 18. The Treasurer's responsibilities include the annual budget and the proper use thereof.

PART VI. Administrative Council

Article 19. The Administrative Council is made up of one representative from each effective member. The Secretary-General takes part in the meetings of the Administrative Council.

Article 20. The term of office of the administrators is fixed at 3 years. Retiring members are eligible for re-election.

An administrator can be dismissed by the Administrative Council by a majority of 2/3 of the members present.

Article 21. The Administrative Council shall meet at least once a year. In addition, the President or the Secretary-General may call extraordinary meetings. The meetings can take place in teleconference.

The meeting is called in writing by intimating the date, time and place of the meeting, together with the agenda. The invitation must reach the members of the Administrative Council at least eight weeks before the meeting. Under exceptional circumstances meetings can be called up to three weeks before the date of the meeting.

The members of the Administrative Council have the right to take part in any decision making process within the association, by way of electronic means of communication made available by the association. If the right to take part in a decision is granted, either the notice or a document to which the members get free access and to which the notice refers (as for example, the protected

page of the company's website) sets the last day on which the members shall exercise their voting right on this decision, by using the electronic means of communication made available by the association (as for example emails).

Article 22. The Administrative Council has the following tasks:

- coordinating and monitoring the initiatives of the organization's various statutory bodies;
- drawing up initiatives and activities, the practical implementation of which shall fall to the Secretary-General;
- creating and calling committees and working groups for the areas in which it proves necessary to do so;
- electing the President of the Administrative Council;
- confirming the candidate put forward by the President for the positions of Vice-President and Treasurer;
- confirming the candidate proposed by the President for the position of the Secretary-General;
- admitting new members by a simple majority as mentioned in article 5.

Article 23. The Administrative Council votes by a simple majority of the members present or represented. The Secretary General has right to one vote. In the event of a tie, the President has a casting vote.

Minutes of the meetings of the Administrative Council meetings are entered in the register. They are sent to the members by e-mail at latest three weeks after the meeting.

Article 24. Unless the President grants special powers to a member of the Administrative Council, any act binding the association shall be signed by the President or by the Secretary General.

Article 25. Court actions, both as plaintiff and as defendant, are pursued by the Administrative Council represented by its President or a member of the Administrative Council designated by him for that purpose.

Article 26. The members of the Administrative Council do not in the exercise of their duties contract any personal obligation and are only liable for the performance of the duties of their office.

PART VII. Secretary-General

Article 27. The Secretary-General is proposed by the President and is confirmed by the Administrative Council. In the event the Secretary-General is unable to act, a deputy may be appointed by the Administrative Council.

Article 28. The Secretary-General's responsibilities include administrative matters and carrying out ongoing activities. In particular, the following fall within his powers:

- carrying out the decisions of the General Assembly and the Administrative Council;
- deputizing for the President in emergencies and on the latter's express request;
- calling extraordinary meetings of the Administrative Council and of the General Assembly;
- taking part in the meetings of the General Assembly and the Administrative Council with the right to one vote.

PART VIII. Amendments to the Statute

Article 29. Proposals for amendments to the Statute or for the dissolution of the organization must be decided on by the General Assembly by a majority of 2/3 of the members present. Such motions must be contained in the agenda. The content thereof must be sent to the members at least four weeks before the General Assembly.

In accordance with articles 50 paragraph 3, 55 and 56 of Chapter III of the law of 27 June 1921 on non-profit associations, non-profit international associations and foundations, each modification of the statute will have to be submitted to the Ministry of Justice and be published in the annexes of the Belgian State Gazette. Modifications of the statute only become effective after the approbation of Royal Law and after the conditions, required by Article 51 paragraph 3 of Chapter III of the law of 27 June 1921 on non-profit associations, non-profit international associations and foundations are fulfilled.

Article 30. The General Assembly shall lay down the method of dissolving and liquidating the association. The possible net assets after liquidation will be put to non-profit use.

PART IX. Budget and Accounts

Article 31. The financial year runs to 31 December. The Administrative Council is obliged to submit the accounts for the previous year and the budget for the subsequent year for the approval of the General Assembly.

PART X. General Provisions

Article 32. All matters not provided for in this Statute shall be governed in accordance with the provisions of the law.