

## Articles for PDAid Foundation Association

### 1. Name, address and date of incorporation

1.1. The name of the association is the Association PDAid Foundation.

1.2. The association's home is Randers Municipality

### 2. Purpose

2.1. The association is a "non-profit" organization whose purpose is to support and guide young talents in the third world who need support to complete an education.

2.2. As part of its work, the association may seek to raise funds for the fulfillment of the association's purposes through sponsorships, applications for foundations and applications for public funds, international organizations, etc.

### 3. Members

3.1. Legal persons can be admitted as members of the Association, including for associations as well as private individuals

3.2. New members must be approved by the Association's board, Members of the Association are obliged to respect and comply with the association's articles of association as well as the decisions adopted at the Association's General Assemblies.

### 4. General Assembly

4.1. The Annual General Assembly must be held every year before the end of the second quarter of the calendar year.

4.2. Extraordinary general Assembly are held following a resolution of a General Assembly, the decision of the board of directors, or when required by the auditor, or when requested in writing by a minimum of 50% of the association's members. Petitions for convening an extraordinary General Assembly to consider one or more topics are submitted to the company's board of directors stating the agenda for the General Assembly.

4.3. Convocation must be made with a maximum of 4 weeks and a minimum of 2 weeks notice. Convocation to an extraordinary general Assembly, which is held in accordance with requirements from a minimum of 50 per cent. of the Association's members, must be done no later than 2 weeks after the claim has been received.

4.4. The Board of Directors convenes a General Assembly by notifying each member at the e-mail address or other equivalent electronic address that the member has provided to the Association and on the Association's website. If a member address information is deficient, the board has no obligation to seek these corrected or to convene in any other way.

4.5. The notice must state which items are to be dealt with at the General Assembly.

4.6. A member has the right to have a specific topic discussed at the General Assembly, if the member submits a written request to the board of directors in such good time that the topic can be included on the agenda for the General Assembly.

4.7. The agenda for the Association's ordinary General Assemblies must at least include the following:

1. Election of conductor. Election of rapporteur and possible voting committee
3. Presentation of the Board of Directors' annual report for approval
4. Submission of audited financial statements for approval
5. Determination of contingent for the coming year
6. Processing of received proposals
7. Submission of budget for approval
8. Election of board members.
9. Election of auditor
10. Possibly, including discussion of the Association's future activities

4.8. All members of the association have the right to participate in the association's General Assemblies.

4.9. The General Assembly decides by a simple majority of votes, unless otherwise provided by law or the Association's articles of association. Each member has - whether a legal or a natural person - a vote.

4.10. Voting is by proxy. However, a member can only vote according to a proxy, and can thus cast a maximum of two votes.

4.11. The association's board may decide that, in addition to physical attendance at the General Assembly, members are given access to participate electronically in the General Assembly, including voting electronically, without being physically present at the General Assembly, ie that a General Assembly is held. a partial electronic General Assembly.

4.12. The association's board can decide that the General Assembly is only held electronically without access to physical attendance, ie. as a full electronic General Assembly. The decision must contain information on how electronic media is used in connection with participation in the General Assembly.

4.13. The association's board of directors determines the detailed requirements for the electronic systems that are used at a partial or complete electronic General Assembly. The notice convening the General Assembly must contain information about this, just as it must appear from the notice how the members

register for electronic participation and where they can find information about the procedure in connection with electronic participation in the General Assembly.

4.14. It is a prerequisite for holding both a partial and a fully electronic General Assembly that the association's board of directors ensures that the General Assembly is conducted in a reassuring manner. The system used must be designed in such a way that the articles of association and legislation are general requirements for holding a General Assembly are met, including the members' right to participate in and speak and vote at the General Assembly. The system used must also be able to reliably determine which members are participating in the General Assembly and the result of the votes.

## 5. The Board of Directors

5.1. The association's overall management is handled by a board.

5.2. The board of directors must consist of 5 members, who are appointed in the following way:

5.2.1. The first member (chairman) is appointed by Dennis Lundø Nielsen.

5.2.2. 2 members are elected by the General Assembly

5.2.3. 2 members are appointed by the board of directors at any given time

5.3. The chairman and the other members of the board of directors are elected for 2 years, so that the chairman and half of the other members of the board of directors resign in even years. Re-election may take place.

5.4. In the event of a board member's announcement not to be able to participate in board work for a period of at least 6 months, an extraordinary General Assembly is convened to elect board members, if the vacant member is elected by the General Assembly, otherwise the person is appointed by the 5.2.1 or 5.2.3 has appointed the member of the board in question, noting that Dennis Lundø Nielsen always has the right to appoint a new chairman.

5.5. The Board of Directors may associate and use non-board members to solve special tasks to the extent that the Board of Directors deems it appropriate, and the Board of Directors may, with the appointment of the Chairman of the Board by simple majority, decide to attend the Board meeting or parts or some of Board meetings.

5.6. The board of directors also constitutes itself.

5.7. By rules of procedure, the Board of Directors may make a more detailed decision on the performance of its duties.

5.8. The Board of Directors employs a director or general manager who has the day-to-day management responsibility. The director or the general manager may be a member of the board, but may not be the chairman of the board

## 6. Economy

6.1. All members are obliged to pay the membership fee determined by the General Assembly. The association is responsible for collecting the membership fee, and no income is included in the association's accounts.

6.2. The association's financial year is the calendar year.

6.3. The association's accounts are audited by an auditor approved by the General Assembly. The auditor is elected for one year at a time.

## 7. Warranty and Liability

7.1. The association is subscribed by the chairman of the board, by the general manager appointed by the board in association with the chairman, by three board members of the association or by the entire board.

7.2. The Board of Directors may issue a power of attorney and power of attorney.

## 8. Exclusion

8.1. The board may exclude members of the association who oppose For the association or its purpose. The decision of the Board of Directors on exclusion is final and cannot be submitted to the General Assembly.

## 9. Termination

9.1. The association may be dissolved if at least 2/3 of the voting members of a General Assembly vote in favor of it at two consecutive General Assemblies. The decision to close the association must be approved by at least 4 the board, including the chairman, in order to be valid

9.2. The termination of the Association must be an independent item on the agenda at both General Assemblies in order for the termination of the Association to be considered.

9.3. If it is decided to close down the Association, the Association's assets must be distributed for non-profit purposes.

## 10. Articles of Association

10.1. The articles of association may be amended if 2/3 of the voting members present at the General Assembly vote in favor. Amendment of item 5. 2, however, requires the approval of the Board of Directors and the Chairman of the Board of Directors

10.2. The amendments to the articles of association must be an independent item on the agenda of the General Assembly in order for the amendment to the articles of association to be considered. Proposals for amendments to the articles of association must be sent to the members together with the notice convening the General Assembly.

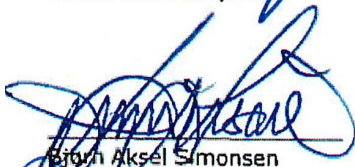
Thus adopted at the founding of the association on March 9, 2020



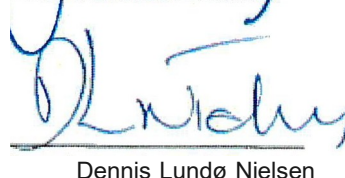
Louise Lund Harpøth



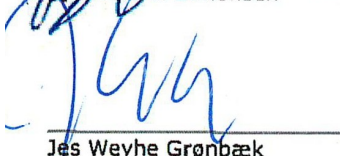
Tine Arensbach Nielsen



Bjørn Aksel Simonsen



Dennis Lundø Nielsen



Jes Weyhe Grønbaek