

STATUTES

(This is a translation of the original document into English. The translation is not legally effective; only the original German version is legally effective)

«Friends of Novaya Gazeta Europe Association»

based in CH-8200 Schaffhausen

Version 1.0, Schaffhausen, 17. June 2022

Article 1 — Name and registered office

Under the name "Friends of Novaya Gazeta Europe Association" there is an association based in Schaffhausen subject to Art. 60 et seq. of the Swiss Civil Code.

Article 2 — Aims

The Association aims to promote media freedom and freedom of speech in Russia and beyond. It deals with public awareness of media freedom and freedom of speech. In particular, it may establish funds in Switzerland and abroad for the medium "Novaya Gazeta. Europe". In addition, it helps "Novaya Gazeta Europe" to carry out its activities by being able to make payments to employees and third parties as well as support other projects at its request. The Association is not intended for profit-making and is completely non-profit.

Article 3 — Funds

The funds of the Association for the attaining the aim of the Association consist of:

- Membership fees, which are determined by the Association's General Assembly at the request of the Board to categories (natural persons, commercial companies and cooperatives);
- Income from events, merchandising and Association's assets;
- Voluntary contributions (sponsorship money, donations, legacies, etc.).

The funds are used exclusively and permanently for the aims of the Association.

Article 4 - Membership

Members of the association may include natural persons, partnerships and legal entities. The Board decides on admission. Entry is by paying the annual fee in advance to the beginning of the Association year, which begins on January 1st.

Article 5 — Resignation and exclusion

Resignation may be declared only in writing to the Board at the end of the calendar year, with a notice period of three months. The person leaving is obliged to pay the membership fee for the current year. She/he has no claim to the association's assets.

The Board may exclude a member who acts contrary to the interests of the association. The exclusion takes place by majority decision of the Board. The excluded member can appeal against an exclusion decision of the Board within 30 days after the written notification during the next meeting of the association. The appeal must be submitted to the Board. The General Assembly of the Association decides with a majority of the votes if more than half of the members present voted.

Article 6 - Organs of the Association

The organs of the association are:

- the General Assembly of the Association;
- the volunteering Board;
- the auditors;
- if necessary, administrative office.

Article 7 – The General Assembly

The General Assembly is the supreme body of the Association. In particular, its competence includes:

- election and dismissal of the members of the Board;
- election of the President of the Board;
- election of auditors;
- annual approval of the Association's accounts;
- approval of compensation for extraordinary achievements of Board members;
- annual dismissal of the Board;
- annual determination of the contributions to be paid by the membership categories;
- passing resolutions on amendments to the Statutes (incl. complete revision);
- appeal decisions on exclusion resolutions by the Board;
- resolution on the dissolution of the Association;
- passing resolutions on matters reserved for it by law or the Statutes or submitted by the Board.

Article 8 - Convocation of the General Assembly of the Association

The General Assembly is convened by the President of the Board at the decision of the Board. It must also be convened if one fifth of the members request it in writing.

The annual meeting of the Assembly of the Association takes place once a year, at the latest six months after the end of the calendar year.

The convocation must take place at least 30 days before the meeting in the case of ordinary meetings of the Association, at least 10 days in the case of non-scheduled meetings before the meeting. It must contain the agenda discussed.

Article 9 - Voting rights and resolutions

Each member has one vote at the General Assembly. The General Assembly passes its resolutions and carries out the elections with an absolute majority, unless the law provides otherwise.

An amendment to the statutes can only be passed at a general meeting if it has been put on the agenda in advance and three quarters of the participating members agree.

Article 10 – The Board

The Board consists of three or more members. With the exception of the President, who is elected by the General Assembly, it is self-constituting. Its operating term is a maximum of three years. One non-voting delegate from «Novaya Gazeta Europe» is invited to each board meeting.

In particular, the competence of the Board includes:

- preparation of the Assembly meeting;
- execution of the resolutions of the General Assembly;
- resolution on the admission and possible exclusion of Association members;
- dealing with suggestions, applications and complaints from association members;
- preparation of budget and annual accounts;
- management of the Association's assets;

- activities related to the fulfillment of the Association's Aim;
- the appointment of Association ambassadors.

It is also entitled to all other powers that are not expressly reserved for another body of the Association by law or the statutes.

Members of the Board are exempt from the membership fee.

Article 11 - Representation and authority to sign

Externally, the association is represented by the Board. The Board determines who is authorized to sign and what type of signature is to be made. Only a collective signature of two may be granted.

Article 12 - Auditors

The Association's General Assembly elects one or two natural persons as auditors for a period of three years. The revision can also be entrusted to a legal entity alone (e.g. trust company). The account of the Association is to be concluded annually. The auditors are obliged to examine the annual accounts of the association and to report to the ordinary meeting of the Association on the result of their examination.

Article 13 - Liability

Only the assets of the Association are liable for the liabilities of the Association. Any personal liability of its members is strictly excluded.

Article 14 – Dissolution and liquidation

The dissolution of the Association requires the consent of more than half of the members of the Association present at the general assembly meeting. If the dissolution is decided, the liquidation is to be carried out by the Board, unless the General Assembly appoints special liquidators.

The net assets remaining after payment of all debts and other duties and after settlement of other obligations must be transferred to a tax-exempt institution based in the canton of Schaffhausen and determined according to the Aim of the Association by resolution of the Association Assembly meeting.

Article 15 - Entry into force

This Statutes was adopted at the Assembly Meeting on 17 June 2022 and entered into force on that date.

Names of the Founding Meeting

Chairperson

Record-keeping

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Signatures of all founders:

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Name: Tatiana Skakauskis

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Name: Dieter Herzmann

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Name: Daniel Thueler