



Formation Stichting Alliance 2015

This day, the eleventh day of October, two thousand, appeared before me, mr. Johan Willem Wijsman, civil law notary in The Hague:

Mr. drs. Jan Jaap Dijkstra, born in Amsterdam, The Netherlands, on the fifteenth day of February nineteen hundred and forty-five, residing in The Netherlands, 2317 GA Leiden, Damastroos 8, married, driving licence 3000938613, in this matter acting as director and president of the Executive Board of the foundation STICHTING HIVOS, that has its statutory seat in Amsterdam and its office at the address Raamweg 16, 2596 HL The Hague.

Preamble

The organisations:

- Deutsche Welthungerhilfe, that has its seat in Germany;
- Concern Worldwide, that has its seat in Ireland;
- Ibis, that has its seat in Denmark;
- Stichting Hivos, that has its seat in The Netherlands,

have conceived the idea to arrive at collaboration in the field of development assistance and to form for this purpose a foundation, that has its seat in The Netherlands.

Formation

The appearing party declared that Stichting Hivos, for the purpose of realising the aforementioned idea and within the framework of the collaboration agreement between the aforementioned agreement, by this deed forms a foundation, to which the following articles of association shall apply:

ARTICLES OF ASSOCIATION

NAME, SEAT AND DURATION

Article 1

The foundation bears the name Stichting Alliance 2015. It has its seat in The Hague, but shall also be allowed to have its office elsewhere.

OBJECT

Article 2

The object of the foundation is the promotion and strengthening of collaboration between like-minded European development organisations that are active in the field of humanitarian and sustained development assistance. More about this object has been mentioned in the Memorandum of Understanding, the text of which will be attached to this deed.

The foundation supports the striving after a worldwide reduction of poverty before the year 2015, as formulated in the OESO/DAC report "Shaping 21st



Century Strategy".

BODIES

Article 3

The foundation has the following bodies:

- an Executive Board;
- a Supervisory Board;
- member organisations.

MEMBER ORGANISATIONS

Article 4

The member organisations of the Stichting Alliance 2015:

- are active in the field of international development assistance;
- subscribe to the objects, objectives and the Memorandum of Understanding of Alliance 2015;
- subject themselves to the articles of association of the foundation, as well as to the resolutions of the Executive Board of the foundation;
- have legal personality.

Membership of the foundation occurs on the recommendation of the Executive Board and requires approval by the Supervisory Board.

FINANCIAL RESOURCES

Article 5

The financial resources of the foundation consist of capital, capital proceeds and all other legal income.

EXECUTIVE BOARD

Article 6

The Executive Board of the foundation consists of minimally three and maximally five members. The number of members is determined, with due observance of the provisions of the preceding sentence, by the Executive Board, with the consent of the Supervisory Board.

The members of the Executive Board originate from the non-governmental member organisations. The members of the Executive Board are appointed, suspended and dismissed by the Supervisory Board.

If, for whatever reason, one or more members are missing in the Executive Board, the remaining members or the sole remaining member will, in spite of the above, constitute an authorised Executive Board.



EXECUTIVE BOARD MEETINGS AND EXECUTIVE BOARD RESOLUTIONS

Article 7

All matters concerning the meetings and the adoption of resolutions of the Executive Board are arranged for by internal rules.

AUTHORITY OF THE EXECUTIVE BOARD

Article 8

The Executive Board is charged with the day-to-day management of the foundation. The Executive Board is authorised to adopt resolutions to enter into agreements concerning the acquisition, alienation and encumbrance of registered property, as well as to enter into agreements in which the foundation accepts an obligation as a guarantor or separate co-debtor, warrants the performance by a third party or accepts an obligation to provide security for the debt of another party. The Executive Board is also authorised to appoint and dismiss personnel employed by the foundation.

REPRESENTATION

Article 9

The foundation is represented by the Executive Board, as well as by two members of the Executive Board, acting jointly.

SUPERVISORY BOARD

Article 10

The foundation has a Supervisory Board, consisting of delegates of the member organisations. Each member organisation delegates one person for this purpose. The task of the Supervisory Board is the supervision of the policy of the Executive Board and the general run of affairs within the foundation.

The members of the Supervisory Board are appointed and dismissed by the Executive Boards of the member organisations.

FINANCIAL YEAR AND FINANCE

Article 11

The financial year of the foundation coincides with the calendar year.

Within six months after the end of each financial year, the Executive Board draws up a statement of annual accounting in which it accounts for the financial year in question, which statement is submitted for adoption to the Supervisory Board. The adoption of this statement of annual accounting has as its consequence that the Executive Board is discharged for all acts mentioned in the statement of annual accounting.

Ultimately two weeks before the start of a new financial year, the Executive Board draws up a budget for the new financial year.



INTERNAL RULES

Article 12

The Executive Board draws up and adopts a set of internal rules for the foundation. Resolutions concerning the adoption or amendment of the internal rules require the consent of the Supervisory Board.

The internal rules are not allowed to be in contravention of these articles of association.

AMENDMENT OF THE ARTICLES OF ASSOCIATION AND DISSOLUTION

Article 13

The Executive Board is authorised to amend the articles of association or to dissolve the foundation; all amendments of the articles of association are laid down in a notarial deed; any member of the Executive Board is authorised to have such deed executed.

The resolution to amend the articles of association or to dissolve the foundation requires the approval of the Supervisory Board.

The liquidation is done by the Executive Board, unless the Supervisory Board has charged a third party with the liquidation.

The Executive Board determines, with due observance of the interest of any granters of subsidy, the designation of the balance of the liquidation; this designation should be as much as possible in line with object of the foundation.

FINAL PROVISION

Article 14

In all cases not provided for by these articles of association or by the internal rules, the Executive Board will decide.

Appointment of members of the Executive Board:

The appearing party declared to appoint as members of the Executive Board: Gerhard Schmalbruch in the position of President, Pieter van Veenen and Paddy Maguinness.

Conclusive remarks

The identity of the appearing party, who is known to me, civil law notary, has been established by me, civil law notary, using his identity document.

WHEREOF DEED, executed in The Hague on the date as mentioned in the heading of this deed. After having been listed the sum and substance of the contents of this deed and an explanation thereof, the appearing party stated to have taken cognisance of the contents of this deed and to not require a full reading out thereof. Subsequently this deed, after a limited reading out thereof, was signed by the appearing party and by me, civil law notary.

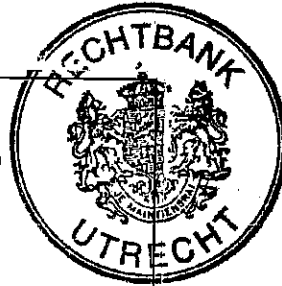
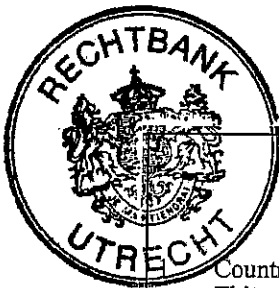
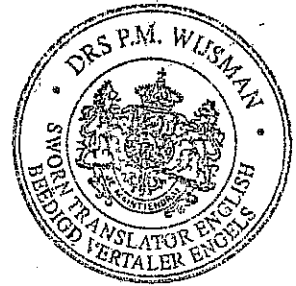




The undersigned, drs Paul Marie Wijsman, residing in Bunnik, The Netherlands, sworn translator English, sworn in before the District Court in Utrecht, The Netherlands, hereby declares that the English text constitutes a true and complete translation of the original Dutch text attached to it.

Bunnik, 9 February 2004

Paul M. Wijsman



APOSTILLE

(Convention de La Haye du 5 octobre 1961)

Country: The Netherlands
This public document

2. has been signed by
Drs. P.M. Wijsman
3. acting in the capacity of:
Sworn translator
4. bears the seal/stamp of:
DRS P.M. WIJSMAN
SWORN TRANSLATOR ENGLISH
BEEDIGD VERTALER ENGELS
Authenticated
5. at UTRECHT 6. on February 9, 2004
7. by the clerk of the District Court
of Utrecht



10. Signature
K. Lith