

Statutes

Statutes

of the

Foundation FAIRMED

(Fondation FAIRMED, Fondazione FAIRMED, FAIRMED Foundation)

with its head office in

Berne

Art. 1 Name and head office

A foundation within the meaning of Art. 80 et seq. of the Civil Code of Switzerland (ZGB) is set up under the names "Stiftung FAIRMED, Fondation FAIRMED, Fondazione FAIRMED, FAIRMED Foundation".

The Foundation shall be independent of denominational and political bias.

The head office of the Foundation shall be located in Berne. Transfer of seat to another venue within Switzerland shall be subject to the approval of the regulatory authorities.

Art. 2 Purpose

The Foundation FAIRMED is a further development of the association Leprosy Relief Emmaus Switzerland and is committed to combatting poverty-related diseases and their consequences where destitution and illness overlap.

Support through FAIRMED shall take place independent of the social, ethnic or religious affiliation of the recipients of such aid.

FAIRMED may found its own projects and support existing ones. It may also work together with any other national or international institution which pursues the same or similar objectives.

The Foundation is a non-profit organisation. No person shall be legally entitled to the services of the Foundation.

Art. 3 Assets

As founder, the association Leprosy Relief Emmaus Switzerland shall contribute initial capital in the amount of CHF 500,000.00 in cash to the Foundation upon its establishment.

The Foundation assets may be increased via donations at any time.

The Foundation assets shall be managed and invested with due care.

Art. 4 Organs

The organs of the Foundation are: the Foundation Board, the Managing Board and the Audit Board.

Art. 5 Composition of the Foundation Board

The Foundation Board shall comprise a minimum of five and a maximum of nine members.

The Foundation Board shall constitute itself and make its own additional appointments.

The term of office shall last four years. Re-election is possible.

Art. 6 Tasks of the Foundation Board

The Foundation Board shall ensure the effective fulfillment of the Foundation's purpose.

In principle, the Foundation Board shall work on a voluntary basis. It may be compensated for work that is particularly demanding or time-consuming.

The Foundation Board shall be responsible for the management of the Foundation. It shall be entitled to all powers which it has not expressly transferred to another organ. The Foundation Board has the following inalienable tasks:

- regulation of the signatory and representative authorisation for the Foundation;
- election of the Foundation Board and the Audit Board;
- appointment and dismissal of the Managing Board;
- approval and acceptance of the annual accounts and annual report;
- amendments to the Deed of Foundation.

The Foundation Board shall be entitled to transfer its individual powers to one or more of its members or to third parties.

The Foundation Board may compile a policy of regulations with respect to the details of the organisation and management, which shall be submitted to the regulatory authorities for approval.

Art. 7 Adoption of resolutions

The Foundation Board shall convene as often as is in the interests of the Foundation; however, at least twice annually.

The President, two members of the Foundation Board, the Managing Board or the Audit Board may request that an extraordinary meeting be convened.

The invitation to the meetings of the Foundation Board shall take place fourteen days prior to the meeting at the latest, together with the items of the meeting agenda.

Minutes shall be taken of the meeting and resolutions.

The Foundation Board is quorate if the majority of its members are present or represented.

Resolutions shall be adopted with a simple majority to the extent that a qualified majority is not provided for in the Statutes or regulations. In the event of an equality of votes, the Chairperson shall have the casting vote.

Resolutions and elections may take place via circular letter to the extent that no member requests that the matter be discussed verbally. Circular resolutions shall take place if the majority of all the Foundation Board members support the motion.

Art. 8 Managing Board

The Foundation Board may transfer certain executive tasks and powers to the Managing Board, the members of which do not belong to the Foundation Board.

The Managing Board shall comprise one or more persons.

The Managing Board or its chair shall attend the meetings of the Foundation Board in an advisory capacity.

Art. 9 Audit Board

The Audit Board shall be elected by the Foundation Board for a term of office of one year. Re-election is permissible. It shall check the accounts and the appropriation of the Foundation assets in accordance with the Statutes, and shall submit a written report to the Foundation Board.

Art. 10 Termination

The Foundation shall be established for an unlimited period of time.

A premature termination of the Foundation shall be permissible only based on the reasons provided for by law (Art. 88 of the Civil code of Switzerland - ZGB) and only with the approval of the regulatory authorities via unanimous resolution of the Foundation Board.

Any and all assets still existing shall be allocated to another legal person with the same or similar purpose and with headquarters in Switzerland which is tax-exempt due to its non-profit character or public purpose. Foundation assets may not revert to the founder or its legal successors.

Bern, 1 April 2009

The Statutes at hand are an excerpt from the Deed of Foundation dated 1.04.2009 on the establishment of the Foundation FAIRMED.