

Translation from Ukrainian into English

"Approved"
by General Meeting of
"TABLETOCHKI" Charity Foundation
Minutes No. 19/09/18
dated September 19, 2018

ARTICLES OF ASSOCIATION

OF "TABLETOCHKI" CHARITY FOUNDATION

Identification code 38805429

(restated)

**City of Kyiv
2018**

1. GENERAL PROVISIONS

1.1. "TABLETOCHKI" CHARITY FOUNDATION is a charitable organization, a private legal entity established by its members and operating in accordance with the Constitution of Ukraine, the Law of Ukraine "On Charitable Activity and Charitable Organizations", the Civil Code of Ukraine, international treaties of Ukraine ratified by the Verkhovna Rada of Ukraine and other regulations.

1.2. "TABLETOCHKI" CHARITY FOUNDATION (hereinafter referred to as the "Foundation") has been established in the form of a charitable foundation that operates under its Articles Association, has members and is managed by: its members who may, but are not obliged to, transfer any assets to the Foundation in order to achieve the objectives of its charitable activities. Assets of the Foundation may be formed by its members and/or other benefactors.

1.3. The Foundation shall acquire the status, rights and obligations of a legal entity upon its state registration.

1.4. The Foundation is a nonprofit organization that does not have any commercial motives or a purpose to generate profit.

1.5. The Foundation shall be established for an indefinite period.

1.6. The full name of the Foundation shall be:

in Ukrainian: **БЛАГОДІЙНИЙ ФОНД "ТАБЛЕТОЧКИ";**

in Russian: **БЛАГОТВОРИТЕЛЬНЫЙ ФОНД "ТАБЛЕТОЧКИ";**

in English: **"TABLETOCHKI" CHARITY FOUNDATION.**

1.7. The abbreviated name of the Foundation shall be:

in Ukrainian: **БФ "ТАБЛЕТОЧКИ";**

in Russian: **БФ "ТАБЛЕТОЧКИ";**

in English: **"TABLETOCHKI" CF.**

1.8. The Foundation is located at the following address: 4/6 Omelianovycha-Pavlenka Street, Floor 14, Kyiv, 01010.

1.9. The Foundation shall operate based on the principles of legality, humanity, sharing of interests and equality of rights of members of the Foundation, publicity, voluntariness and self-governance.

1.10. The Foundation shall: have an independent balance sheet; acquire personal property and non-property rights on its own behalf; enter into legal relations; undertake obligations; act as a plaintiff and defendant in courts; have separate property acquired in accordance with the applicable legislation of Ukraine; open accounts in banking institutions in the national and foreign currencies.

1.11. The Foundation shall have a round seal, a letterhead stamp, letterheads with its name, and own symbols. Symbol of the Foundation shall be registered in accordance with the applicable legislation of Ukraine.

1.12. The Foundation shall be liable for its obligations with its property, which may be foreclosed in accordance with the applicable legislation of Ukraine.

1.13. Members of the Foundation shall not be liable for obligations of the Foundation, and the Foundation shall not be liable for obligations of its members.

1.14. The Foundation shall not be liable for obligations of the State, its authorities and organizations, and the State, its bodies and organizations shall not be liable for obligations of the Foundation.

1.15. Activities of the Foundation do not entail generation of profit.

1.16. The Foundation shall be a charitable organization that may independently define areas, types, place (territory), terms and beneficiaries of charitable activities by its constituent documents, charitable programs or other decisions by its governing bodies.

1.17. Upon initial state registration of the Foundation, its founders shall become members of the Foundation.

1.18. The members of the Foundation are:

Olha Yaroslavivna Yermolaieva, a citizen of Ukraine, taxpayer registration identification card number

Olha Mykolaivna Shurupova, a citizen of Ukraine, taxpayer registration identification card number

1.19. The legislation on labor, mandatory state social insurance and social security shall apply to employees of the Foundation.

1.20. The Foundation may carry out its activities throughout the territory of Ukraine. The Foundation may carry out its activities in the territory of foreign states in accordance with the applicable legislation.

1.21. Issues related to activities of the Foundation that are not covered by these Articles of Association shall be regulated pursuant to the provisions of the applicable legislation of Ukraine and internal regulations of the Foundation.

1.22. The Foundation shall interact with state authorities, international and all-Ukrainian associations, educational and scientific institutions of any form of ownership, trade unions, foundations, charitable and non-governmental organizations, associations of citizens, international scientific and educational organizations, etc. in

terms of its activities and in accordance with the procedure and limits provided by the applicable legislation of Ukraine.

1.23. The Foundation shall have the right to establish stand-alone subdivisions, to be the founder and member of other charitable organizations, unions, associations, other voluntary associations, to carry out joint charitable activities, as well as to have other rights in accordance with the applicable legislation of Ukraine.

2. PURPOSE, OBJECTIVES, AREAS, PRINCIPLES AND TYPES OF ACTIVITIES OF THE FOUNDATION

2.1. The main purpose of the Foundation shall be charitable activity, i.e. voluntary personal and/or property assistance to achieve objectives determined by these Articles of Association and the Law of Ukraine "On Charitable Activity and Charitable Organizations", which does not provide for any profit generation by the Foundation, as well as to payment of any remuneration or compensation to the Foundation for or on behalf of the beneficiary. In its activities, the Foundation shall have no objective to generate profit.

2.2. The objectives of the charitable activity of the Foundation include promotion of legitimate interests of recipients of charitable assistance in the areas of charitable activities, as well as development and maintenance of those areas in the public interest.

2.3. Charitable activities of the Foundation:

2.3.1. health care;

2.3.2. education;

2.3.3. guardianship and wardship, legal representation and legal assistance;

2.3.4. social protection, social security, social services and poverty alleviation;

2.3.5. human rights and fundamental freedoms;

2.3.6. assistance in the implementation of state, regional, local and international programs aimed at improving the socio-economic situation in Ukraine.

2.4. The Foundation shall have the right to carry out charitable activities of the following types:

2.4.1. no cost transfer of funds and other property into the ownership of beneficiaries, as well as free transfer of property rights to beneficiaries;

2.4.2. no cost transfer of the right to use and other property rights to property and property rights to beneficiaries;

2.4.3. free of charge transfer of income from property and property rights to beneficiaries;

2.4.4. free of charge provision of services and performance of works for the benefit of beneficiaries;

2.4.5. charitable joint activities and performance of other contracts (agreements) on charitable activities;

2.4.6. public charity fundraising;

2.4.7. management of charitable endowments;

2.4.8. execution of wills, disclaimers of renunciation and inheritance agreements for charitable activities;

2.4.9. holding charity auctions, non-monetary lotteries, contests and other charitable events that are not contrary to the law.

2.5. Reimbursement of expenses of other beneficiaries associated with the transfer of property and property rights referred to in paragraph 2.4. of these Articles of Association shall be considered as permitted charitable activity of the Foundation in accordance with the Law of Ukraine "On Charitable Activity and Charitable Organizations".

2.6. Obtaining of charitable assistance from the Foundation by beneficiaries may not be grounds for limitation or suspension of any other types of assistance, aids or benefits provided by the legislation of Ukraine.

2.7. The Foundation shall have the right to make charitable donations, provide charitable grants, carry out public charity fund-raising, establish charitable servitudes on land plots or other real property, carry out patronage activities in accordance with the applicable legislation of Ukraine.

2.8. The Foundation shall have no right to provide charitable assistance to political parties or on behalf of political parties, as well as to participate in election campaigns.

2.9. The founders, members and members of the governing bodies of the Foundation may not be beneficiaries of the Foundation.

3. CHARITABLE PROGRAM OF THE FOUNDATION. PRIORITIES IN ACTIVITIES OF THE FOUNDATION

3.1. The set of charitable events in the areas of charitable activity provided by paragraph 2.3. of these Articles of Association shall be implemented by the Foundation in the form of a charitable program, which is a complex of charitable activities aimed at addressing issues corresponding to the statutory objectives of the Foundation.

3.2. The entire amount of revenues for the relevant financial year, less administrative and economic costs associated with the operation of the Foundation, shall be used for implementation of the charitable program.

3.3. The priority charitable activities of the Foundation shall include health care aimed at providing charitable assistance to children and young people with hematological, neological, immunological and other serious diseases, to their families, as well as to medical and other institutions providing medical and other assistance to patients with the above diseases; promotion of donation of blood and blood components

3.4. The priority forms of the charitable activities of the Foundation shall include:

3.4.1. provision of charitable assistance to:

- 3.4.1.1. children and young people under 25 ("young adults") suffering from hematological, oncological, oncohematological, immunological and other serious diseases (profile patients) and to their families;
- 3.4.1.2. healthcare and other medical institutions providing medical care and rehabilitation to profile patients;
- 3.4.1.3. doctors, paramedical and nursing staff providing medical care and rehabilitation to profile patients;
- 3.4.1.4. research and development institutions, researches and specialists conducting scientific research, clinical trials, as well as introduction of medical products, instruments and equipment for treatment and rehabilitation of profile patients;
- 3.4.1.5. medical laboratories
- 3.4.2. Contributing, by providing charitable assistance, to training of medical staff, improving competence of doctors in the area of hematology, oncology and immunology, including providing funding for training and internships in other cities and countries, hosting conferences;
- 3.4.3. provision of grants to doctors, medical staff, medical and research and development institutions under charitable target programs of the Foundation;
- 3.4.4. participation, by providing charitable assistance, in research and production of medicinal products, instruments, equipment for prevention, rehabilitation and treatment of hematological, oncological, immunological and other serious diseases;
- 3.4.5. payment for medicinal products, medical devices, medical equipment, research, procedures, as well as for prostheses, orthoses, wheelchairs and other rehabilitation equipment;
- 3.4.6. allowance payments covering accommodation and travel of profile patients and their family members to the place of treatment and back;
- 3.4.7. organization of the service of voluntary assistants providing free care, support, social and labor rehabilitation of profile patients with hematological, oncological, neurological and other serious diseases;
- 3.4.8. participation in target programs (by providing charitable material assistance) for construction and modernization of medical institutions providing medical care to patients with the above diseases;
- 3.4.9. production of films;
- 3.4.10. implementation of cultural and educational, social programs;
- publishing activity;
- 3.4.11. payment for treatment abroad;
- 3.4.12. obtaining and import of humanitarian aid from abroad (including, but not limited to, medicinal products, equipment, medical devices);
- 3.4.13. holding charitable events aimed at raising charity donation (fairs, auctions, concerts, festivals, parties, etc.);
- 3.4.14. holding events for beneficiaries of the Foundation and/or members of their families, voluntary assistants of the Foundation, etc.;
- 3.4.15. payment for accommodation of profile patients at the place of treatment, including through rental of residential premises;
- 3.4.16. other activities that do not contradict the applicable law.
- 3.5. In order to implement certain long-term activities, the Foundation may additionally approve individual charitable programs.

4. RIGHTS AND OBLIGATIONS OF THE FOUNDATION

- 4.1. In accordance with its internal regulation and applicable legislation, the Foundation shall have the right to:
 - 4.1.1. Independently decide on providing charity assistance to beneficiaries, use target donations provided by benefactors to implement charitable programs under conditions of such donations.
 - 4.1.2. Independently determine forms, objects, subjects and amounts of charity assistance.
 - 4.1.3. Carry out charitable activity jointly with individuals and legal entities on the principles provided by the applicable legislation of Ukraine.
 - 4.1.4. Be a member and/or founder of other charitable organizations, join unions, associations and other associations established on a voluntary basis and contributing to implementation of the statutory objectives of the Foundation.
 - 4.1.5. Exchange information, knowledge and experience in charitable activities, as well as specialists and specialists of the Foundation with relevant charitable organizations both Ukrainian and foreign.
 - 4.1.6. Implement its own dedicated and comprehensive charitable programs, support programs of other charitable organizations that do not contradict statutory aims and objectives of the Foundation.
 - 4.1.7. Organize raising of charitable donations and contributions from individuals and legal entities, foreign countries and international organizations.
 - 4.1.8. Open accounts (in the national and foreign currencies) with banking institutions, have bank deposits in accordance with the applicable legislation, have its own independent balance sheet.
 - 4.1.9. Hold charity lotteries, charity fundraising campaigns, charitable mass events, charitable auctions.
 - 4.1.10. Establish enterprises, institutions and organizations, business entities for the purpose of achievement of the objectives set forth by these Articles of Association.
 - 4.1.11. Establish mass media.
 - 4.1.12. Engage in publishing activities for the purpose of implementation of objectives of the Foundation.
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- 4.1.13. Acquire ownership to, own, use and dispose of movable and immovable property, monetary funds, etc., have property rights in accordance with the applicable legislation.
- 4.1.14. Enter into agreements that are not contrary to the statutory activities of the Foundation with Ukrainian and foreign legal entities and individuals within legal framework.
- 4.1.15. Receive humanitarian aid for the purposes set forth by these Articles of Association in the manner and subject to all conditions established by the legislation of the country.
- 4.1.16. Establish its subdivisions, branches and representative offices in accordance with the legislation of Ukraine.
- 4.1.17. Have its own symbols.
- 4.1.18. Promote its name, symbols, etc.
- 4.1.19. Other rights in accordance with the applicable legislation of Ukraine.
- 4.1.20. To be a subject of foreign economic activity, enter into foreign economic agreements with foreign hospitals, suppliers of medicinal products, equipment, medical devices, etc., foreign charitable foundations and non-governmental organizations.
- 4.2. In accordance with its statutory objectives and the applicable legislation, the Foundation shall:
 - 4.2.1. Ensure performance of its statutory objectives.
 - 4.2.2. Provide free access to its reports, documents on economic and financial activities in the manner prescribed by the applicable legislation of Ukraine.
 - 4.2.3. Perform other duties provided by the applicable legislation of Ukraine.

5. FOUNDERS AND MEMBERS OF THE FOUNDATION. CONDITIONS AND PROCEDURE FOR ACCEPTANCE OF MEMBERS OF THE FOUNDATION, WITHDRAWAL FROM THE FOUNDATION. RIGHTS AND OBLIGATIONS OF MEMBERS OF THE FOUNDATION

- 5.1. The founders and members of the Foundation may be citizens of Ukraine, foreign nationals, stateless persons over 18, as well as legal entities, regardless of their form of ownership; founders and members of the Foundation shall recognize the fundamentals of its program and its Articles of Association, perform decisions of the governing bodies of the Foundation, provide material support to the Foundation or otherwise contribute to implementation of the aim, purpose and objectives of the Foundation set forth by these Articles of Association.
- 5.2. State authorities and local authorities, as well as state and municipal enterprises, institutions, organizations of Ukraine financed from the budget of other legal entities of public law may not be founders and members of the Foundation.
- 5.3. The founders of the Foundation shall be its members.
- 5.4. Persons who are not the founders of the Foundation may be accepted as members of the Foundation according to the procedure provided by these Articles of Association.
- 5.5. Members shall be accepted and withdrawn from the Foundation on the basis of the relevant decision adopted by the General Meeting of members of the Foundation.
- 5.6. Changes that take place in connection with acceptance or withdrawal of members of the Foundation shall be recorded in the Articles of Association of the Foundation through respective amendments and approval of restated Articles of Association with the subsequent registration of changes in pursuance with the applicable legislation.
- 5.7. General Meeting based on a statement of a respective person shall make a decision on acceptance of members of the Foundation, provided that the person concerned:
 - 5.7.1. accepts provisions of the constituent documents of the Foundation;
 - 5.7.2. accepts the purpose and objectives of activities of the Foundation;
 - 5.7.3. agrees to contribute to the activities of the Foundation.
- 5.8. Legal entities - members of the Foundation shall exercise their rights and perform their obligations through their representatives.
- 5.9. Membership in the Foundation shall be terminated by a decision of the General Meeting of members of the Foundation upon a written application for withdrawal of a member in the form of:
 - 5.9.1. decision of the governing body of a legal entity - member of the Foundation certified by its seal;
 - 5.9.2. official notification on liquidation of a legal entity - member of the Foundation;
 - 5.9.3 application of an individual - member of the Foundation;Such application shall be submitted to the Chairman of the Board of the Foundation and shall be considered by the General Meeting of members of the Foundation within 10 calendar days upon its receipt.
- 5.10. A member of the Foundation may be excluded from the Foundation in the following cases:
 - 5.10.1. if a Member fails to observe the statutory requirements of the Foundation;
 - 5.10.2. if a Member commits actions that discredit the Foundation or damage the reputation of the Foundation or violate the interests of benefactors or recipients of charitable assistance;
 - 5.10.3. if a Member commits actions that hinder the statutory activities of the Foundation
 - 5.10.4. if a Member commits actions other actions that are contrary to the program principles, internal and statutory documents of the Foundation.
- 5.11. A substantiated application for exclusion of a member shall be submitted to the General Meeting of members of the Foundation by the Chairman of the Board of the Foundation.

5.12. The Chairman of the Board of the Foundation shall submit such application to the General Meeting of members of the Foundation upon request by members holding more than 50 percent of the total number of votes at the General Meeting of members of the Foundation.

5.13. The decision on exclusion shall be taken by a simple majority of votes of persons present at the General Meeting of members of the Foundation, while the votes of the person being excluded from the Foundation shall not be taken into account for determining the quorum, and the person being excluded from the Foundation shall not vote.

5.14. In the event of termination of membership in the Foundation (withdrawal/ exclusion), any contributions paid by a respective member of the Foundation shall not be refunded.

5.15. The members of the Foundation shall have the right to:

5.15.1. participate in the management of the Foundation activities in accordance with these Articles of Association and the law

5.15.2. take part in all activities carried out by the Foundation;

5.15.3. elect and be elected to the management bodies of the Foundation;

5.15.4. make proposals on issues related to the activities of the Foundation to bodies of the Foundation;

5.15.5. submit proposals and comments regarding operation of the Foundation to its governing bodies;

5.15.6. participate in drafting and discussion of decisions and plans of the Foundation;

5.15.7. submit requests to the bodies of the Foundation and receive responses thereto;

5.15.8. receive complete and full information on activities of the Foundation, including review of financial, accounting and tax documents, minutes of the General Meeting of members of the Foundation and decisions of the Board of the Foundation;

5.15.9. apply to the Foundation to protect their rights and interests;

5.15.10. withdraw from the Foundation in accordance with the procedure provided by these Articles of Association;

5.15.11. exercise other rights provided for by these Articles of Association.

5.16. The members of the Foundation shall:

5.16.1 observe provisions of these Articles of Association and perform decisions made by the governing bodies of the Foundation;

5.16.2. directly participate in the activities of the Foundation in forms provided by these Articles of Association and decisions of the statutory bodies of the Foundation, as well as in implementation of its statutory purpose and objectives;

5.16.3. take part in events held by the Foundation;

5.16.4. perform assignments entrusted to them by the Foundation;

5.16.5. promote expansion of relations and dissemination of information about activities of the Foundation;

5.16.6. promote the purpose and objectives of activities of the Foundation among potential benefactors in order to attract financial resources;

5.16.7. provide the Foundation with the information necessary for its activities;

5.16.8. refrain from actions that could damage the reputation of the Foundation;

5.16.9. perform other duties provided for by these Articles of Association.

5.17. A member of a governing body of the Foundation shall not take part in making decisions regarding:

5.17.1. contracts or other transactions between the Foundation and such a member of the governing body or his/her related person;

5.17.2. disputes between the Foundation and a respective member of a management body or his/her related person;

5.17.3. exempting such a member of a management body or his/her related person from financial liability towards the charitable organization.

5.18. A member of the Foundation, a Member or Chairman of the Board shall not take part in a decision-making that regards:

5.17.1. contracts or other transactions between the Foundation and a respective member of the Foundation, a Member or Chairman of the Board or his/her related person;

5.18.2. disputes between the Foundation and a respective member of the Foundation, a Member or the Chairman of the Board or his/her related person;

5.18.3. exclusion of a respective member of the Foundation, exempting of a Member or the Chairman of the Board or his/her related person from financial liability to the Foundation.

5.19. Members of the Foundation, members of the governing bodies, the Chairman of the Board or their related persons shall not have the right to receive loans or credits and collateral under such loans or credits (mortgage, suretyship, etc.) from the Foundation.

5.20. The members of the Foundation shall have the right to represent and act on behalf of the Foundation without a power of attorney, including the right to sign on behalf of the Foundation.

5.21. Beneficiaries of charitable programs may not be members (founders) and members of the governing bodies of the Foundation.

6. GOVERNING BODIES OF THE FOUNDATION

6.1. The governing bodies of the Foundation shall be:

- 6.1.1. The General Meeting of members;
- 6.1.2. The Board;
- 6.1.3. Chairman of the board
- 6.1.4. The Executive Director;
- 6.1.5. The Supervisory Board;
- 6.1.6. The Board of Trustees of the Foundation.

6.2. The governing bodies of the Foundation shall have the right to establish and terminate other permanent and temporary supporting bodies related to areas of activities of the Foundation, to approve regulations on such bodies, appoint and replace their members. Members of the above bodies are not obliged to be members of the Foundation.

6.3. If individual members of the governing body informed in writing, including by e-mail, about their inability to attend the meeting in person before the meeting, they would have the right to vote through communication means (telephone, e-mail, Internet, etc.).

6.4. Decisions made by collegial governing bodies of the Foundation shall be recorded in the relevant minutes.

7. GENERAL MEETINGS OF MEMBERS

7.1. The highest governing body of the Foundation shall be the General Meeting of members, which shall consist of members of the Foundation or authorized representatives of such members.

7.2. The General Meeting of members can resolve any issues related to activities of the Foundation.

7.3. The exclusive competence of the General Meeting of members of the Foundation shall include:

7.3.1. making amendments to the Articles of Association;

7.3.2. appointment or election, suspension or dismissal (revocation) of Members and the Chairman of the Board, members and the Chairman of the Supervisory Board of the Foundation, the Executive Director of the Foundation, the Head of the Foundation;

7.3.3. making a decision on reorganization or liquidation of the Foundation;

7.3.4. making a decision on acceptance of a new member of the Foundation;

7.3.5. making a decision on exclusion of a member of the Foundation;

7.3.6. determination of the main areas of activity and charitable programs of the Foundation;

7.3.7. approval of reports and records of the executive body of the Foundation;

7.3.8. delegation of individual powers and responsibilities to Members and the Chairman of the Board;

7.4. The General Meeting of members of the Foundation shall be convened by the Chairman of the Board of the Foundation at least once a year.

7.5. The Chairman of the Board of the Foundation shall convene a general meeting of members of the Foundation at the request of members of the Foundation holding in aggregate at least 25 percent of the votes at the General Meeting of members, the Supervisory Board of the Foundation or the Board of Trustees of the Foundation.

7.6. The date of the regular General Meeting of members shall be determined by the Chairman of the Board. An extraordinary General Meeting of members shall be appointed within 15 days upon receipt of the corresponding request by the Chairman of the Board.

7.7. The Chairman of the Board of the Foundation shall be responsible for organization, holding and notification of the General Meeting to members of the Foundation. All members shall be notified on a General Meeting, the date, time and agenda of the General Meeting not less than 10 (ten) days before the date of the General Meeting.

7.8. All members of the Foundation shall have the right to participate in the General Meeting.

7.9. The General Meeting shall be considered qualified if attended by at least 2/3 of members of the Foundation or their representatives.

7.10. Each member of the Foundation shall have one vote. A decision on any issue other than those specified in these Articles of Association shall be taken by a simple majority of votes of the members present at the General Meeting of members. Decisions on the issues determined in paragraphs 7.3.1. - 7.3.8. shall be accepted by a qualified majority of votes of the members, i.e. by the members holding in aggregate 75 or more percent of the votes at the General Meeting of the Foundation.

7.11. Members of the Foundation shall have the right to delegate their powers by appointing representatives on the basis of a respective power of attorney to represent their interests. A representative of a member of the Foundation may be permanent or appointed for a certain period. A member of the Foundation shall have the right to change or withdraw his/her representative at any time providing a written notice thereof to the Chairman of the Board.

7.12. The powers of the General Meeting that are not included to its exclusive competence may be delegated to the Board or to the Chairman of the Board.

8. BOARD. CHAIRMAN OF THE BOARD

8.1. The permanent executive governing body of the Foundation shall be the Board, which shall carry out day-to-day management of the Foundation and shall ensure reforming of the main activities of the Foundation; the Board shall consist of three persons, including the Chairman of the Board. Members and the Chairman of the Board (each individually) shall have the right to represent the Foundation without a power of attorney.

8.2. Members and the Chairman of the Board shall have full legal capacity. Members and the Chairman of the Board may be both members of the Foundation and persons who are not members of the Foundation.

8.3. Members and the Chairman of the Board shall be elected by the General Meeting of members of the Foundation. The term of office of members and the Chairman of the Board shall be 3 years upon the date of their appointment.

8.4. Members and the Chairman of the Board shall exercise their duties on a pro-bono basis.

8.5. Members and the Chairman of the Board may be revoked (dismissed) by the General Meeting of members of the Foundation at any time.

8.6. The Chairman of the Board shall convene meetings of the Board at least once in three months. At a written request of a member of the Management Board, or the Supervisory Board of the Foundation, or the Board of Trustees of the Foundation, the Chairman of the Board shall convene an extraordinary meeting within 5 calendar days upon receipt of such request.

8.7. The Board shall report to the General Meeting of members of the Foundation.

8.8. In its activities, the Board shall be governed by the applicable legislation, the Articles of Association of the Foundation and decisions of the General Meeting of members.

8.9. The Board shall act on behalf of the Foundation to the extent provided by these Articles of Association and the applicable legislation of Ukraine.

8.10. The Board may take decision if the meeting is attended by the majority of its members. Decisions shall be taken by a simple majority unless the Board establishes a qualified majority for voting by a specific decision. Each member of the Board shall have one vote.

8.11. The Board shall have the right to resolve all issues related to the activities of the Foundation, except for those included in the exclusive competence of the General Meeting of members of the Foundation.

8.12. Decisions of the Board shall be binding upon all members of the Foundation.

8.13. The Board shall be chaired by the Chairman of the Board of the Foundation who shall be elected by the General Meeting of members from among the members of the Board.

8.14. Obligations of the Chairman of the Board of the Foundation shall include:

8.14.1. convening and conducting of meetings of the Board of the Foundation;

8.14.2. convening of the General Meeting of members of the Foundation in the manner and on the grounds set forth by these Articles of Association;

8.14.3. preparation of draft decisions of the Board and the General Meeting of members.

8.14.4. other functions set forth by these Articles of Association.

9. EXECUTIVE DIRECTOR

9.1. The current activities of the Foundation shall be managed by the Executive Director. The Executive Director shall report to the General Meeting, the Board and the Supervisory Board of the Foundation.

9.2. For the purposes of state registration of the Foundation, information on the Foundation contained in the Unified State Register of Legal Entities, Individuals-Entrepreneurs and Public Organization, the Register of Non-Profit Institutions and Organizations and other relevant registers, as well as in relations with employees of the Foundation and any third parties, the Executive Director shall be the Head of the Foundation. The Executive Director shall have the right to represent the Foundation before state authorities, public organizations, individuals and legal entities, regardless of their form ownership, without a power of attorney.

9.3. The competence of the Executive Director shall include:

9.3.1. carrying out the overall management of the current activities of the Foundation;

9.3.2. organization of raising of charitable donations and contributions from individuals and legal entities, foreign states and international organizations;

9.3.3. opening accounts (in the national and foreign currencies) with banking institutions;

9.3.4. making decisions on the provision of charitable assistance to beneficiaries, the use of target donations from benefactors for the implementation of charitable programs under conditions of such donations;

9.3.5. exchange of information and specialists with relevant organizations of foreign countries;

9.3.6. approval of the staffing list of the Foundation;

9.3.7. performance of decisions of the General Meeting of members and decisions of the Board of the Foundation;

9.3.8. making decisions on raising and use of property and funds of the Foundation within his/her competence;

9.3.9. resolution of financial issues of the Foundation and providing for its effective operation;

9.3.10. approval of budgets, balance sheets and reports on raising and use of funds and property;

9.3.11. performance of economic management of property and funds of the Foundation;

9.3.12. organization of financing of current activities of the Foundation;

9.3.13. making proposals with respect to amending and supplementing these Articles of Association and other constituent documents of the Foundation;

9.3.14. approval of dedicated regulations of the Foundation, other internal documents required for an efficient operation and achievement of objectives of the Foundation;

9.3.14. exercise other functions that not related to exclusive competence of other governing bodies of the Foundation.

9.4. The Executive Director shall be appointed and dismissed by the General Meeting of members.

9.5. A person who is not a member of the Foundation shall have the right be appointed the Executive Director.

10. SUPERVISORY BOARD

10.1. The Supervisory Board consisting of the Chairman and members of the Supervisory Board shall supervise and control activities of bodies of the Foundation; it shall consist of three persons elected by the General Meeting of members for a term of two years upon the date of their appointment.

10.2. The Supervisory Board shall be established only if the number of members in the Foundation is more than ten. Otherwise, the functions of the Supervisory Board shall be exercised by the General Meeting of members. The Chairman and members of the Supervisory Board shall not necessarily be members of the Foundation.

10.3. The Chairman and members of the Board may not be members of the Supervisory Board.

10.4. Members and the Chairman of the Supervisory Board shall exercise their duties on a pro-bono basis.

10.5. Members and the Chairman of the Supervisory Board may be revoked (dismissed) by the General Meeting of members at any time.

10.6. The Chairman of the Supervisory Board shall convene its regular meetings at least once in six months. An extraordinary meeting of the Supervisory Board shall be convened upon a written request submitted by members holding 25% and more votes in the General Meeting, by the Board, by the Chairman of the Board or by any member of the Supervisory Board of the Foundation within 15 days upon receipt of a respective request.

10.7. A representative of the Board or the Chairman of the Board may attend the meetings of the Supervisory Board and have an advisory vote. The Supervisory Board shall take decisions by a simple majority of votes of members of the Supervisory Board.

10.8. The Chairman and members of the Supervisory Board shall exercise their powers and functions on a pro-bono basis.

10.9. Decisions of the Supervisory Board shall be binding upon the Board and the Director of the Foundation.

10.10. The competences of the Supervisory Board shall include:

10.10.1. control over financial and economic activities of the Foundation;

10.10.2. control over the accuracy of accounting records of the Foundation;

10.10.3. control over the designated use of property and funds of the Foundation intended for charitable purposes;

10.10.4. control over observance of the procedure for providing grants.

10.11. In order to perform its tasks, the Supervisory Board shall have the right to demand officers of the Foundation to provide all necessary materials, accounting and other documents, personal written explanations. The Supervisory Board shall have the right to demand the relevant persons to convene the General Meeting of members and the Board of the Foundation.

11. BOARD OF TRUSTEES

11.1 The Board of Trustees of the Foundation shall be an advisory and consultative representative body of the Foundation, which shall coordinate and improve the efficiency of the Foundation and shall not have executive and/or regulatory functions.

11.2. The Board of Trustees of the Foundation shall consist of at least three members and be formed by the Board for a term of three years upon consent of such persons to be members of the Board of Trustees of the Foundation.

11.3. The Board of Trustees of the Foundation shall act in accordance with the Articles of Association of the Foundation and the Regulation on the Board of Trustees of the Foundation to be approved by the Board.

11.4. The Board of Trustees of the Foundation shall consist of persons who, in the opinion of the Board, have a significant personal influence on the public opinion, in particular, but not exclusively, cultural, artistic, scientific figures, etc.

11.5. A person may be excluded from the Board of Trustees by a decision of the Board or the General Meeting of members upon his/her application, or in the case there are other grounds for exclusion.

11.6. The Board of Trustees of the Foundation may not include persons employed by the Foundation or those who hold positions in the executive bodies of the Foundation and organizations established by it.

11.7. Members of the Board of Trustees of the Foundation shall exercise their duties in this body on a pro-bono basis.

11.8. The main objectives of activities of the Board of Trustees shall include:

11.8.1. supervision over activities of the Foundation, implementation of programs and projects of the Foundation, decisions taken by its bodies and provision of implementation thereof;

11.8.2. supervision over the use of funds of the Foundation, compliance of the Foundation with the legislation of Ukraine;

11.8.3. preparation of proposals for improving operation of the Foundation in accordance with the purpose and objectives of activities of the Foundation provided by these Articles of Association;

11.8.4. preparation of proposals regarding the development strategy of the Foundation in accordance with the purpose and objectives of activities of the Foundation provided by these Articles of Association;

11.8.5. provision of advisory, methodological and representative support to activities of the Foundation in accordance with the purpose and objectives of activities of the Foundation provided by these Articles of Association.

11.9. In order to exercise functions assigned to it, the Board of Trustees of the Foundation and its members shall have the right to:

11.9.1. review all documents issued (approved) by the Board and the Chairman of the Board;
11.9.2. receive information and explanations from any officers of the Foundation on its activities;
11.9.3. review accounting records of the Foundation;
11.9.4. submit any issues regarding their competence to other bodies of the Foundation for consideration
11.10. Meetings of Board of Trustees of the Foundation shall be convened as necessary, but at least once a year.
11.11. Meetings of Board of Trustees of the Foundation shall be convened upon the initiative of one of the members of the Board of Trustees of the Foundation.

11.12. The Board of Trustees of the Foundation shall elect the Chairman of the Board of Trustees of the Foundation from among its members by simple majority of votes.

11.13. A meeting of the Board of Trustees shall be qualified (has a quorum) if attended by more than a half of members of the Board of Trustees of the Foundation. Decisions on issues that fall under the competence of the Board of Trustees of the Foundation shall be taken by a simple majority of the votes of the members present at its meeting.

11.14. The minutes of meetings of the Board of Trustees of the Foundation shall be signed by the Chairman of the Board of Trustees of the Foundation. If the Chairman of the Board of Trustees of the Foundation is absent at a meeting for any reason, the minutes may be signed by one of the members of the Board of Trustees on behalf of the Board of Trustees of the Foundation.

The Board of Trustees of the Foundation may invite members of the governing bodies of the Foundation to its meetings to submit their reports and explanations.

11.15. Decisions taken by the Board of Trustees of the Foundation shall be mandatory for consideration by the respective governing bodies of the Foundation

12. SOURCES OF ASSETS (INCOME) OF THE FOUNDATION. CONTROL AND REPORTING PROCEDURE OF THE FOUNDATION

12.1. The Foundation shall the right of ownership and other property rights to funds, securities, land plots, other immovable and movable property, intangible assets, as well as other property legally acquired and necessary for carrying out the statutory activities of the Foundation, unless otherwise provided by the law.

12.2. The use of assets (income) and transactions of the Foundation shall not contradict legislation and objectives of the Foundation.

12.3. The Foundation shall have the right to conduct economic activity that is beneficial for the achievement of its statutory objectives however without the purpose of generating any profits.

12.4. The sources of funds and property of the Foundation shall include:

12.4.1. property and/or funds transferred free of charge by founders and/or members of the Foundation;

12.4.2. donations from benefactors and charitable donations;

12.4.3. dedicated charitable donations (charitable grants) provided by individuals and legal entities in cash and in kind;

12.4.4. proceeds from conducting charity fundraising campaigns, charitable events, charitable lotteries and charitable auctions for the sale of property received from benefactors;

12.4.5. income from deposits and securities;

12.4.6. property acquired at its own expense or on other grounds compliant with law;

12.4.7. property rights;

12.4.8. other sources compliant with the applicable legislation of Ukraine.

12.5. The Foundation shall have the right to carry out any transactions with the property and funds held in its ownership that are not contrary to its statutory objectives and the applicable legislation of Ukraine.

12.6. No loans may be used as sources for formation of the property and funds of the Foundation.

12.7. Property and funds of the Foundation may not be pledged.

12.8. Any income (profit) of the Foundation shall be used exclusively to finance the costs for support of the Foundation, achievement of the purpose (objectives, tasks) and areas of activities of the Foundation set forth by these Articles of Association.

12.9. No income (profit) of the Foundation or parts thereof may be distributed among the founders (members), members of the Foundation, employees of the Foundation (except for remuneration for their labor, accrual of the uniform social tax), members of the governing bodies of the Foundation and their other related persons.

12.10. The cost for support of the Foundation (administrative expenses of the Foundation) shall not exceed 20 percent of its estimate budget in the current year.

The costs for management of charitable endowments shall be included into the administrative expenses of the Foundation, unless otherwise provided by the law or by the transaction between the Foundation and a benefactor

12.11. The financial activity of the Foundation shall be carried out in accordance with the requirements of the applicable legislation of Ukraine.

12.12. The financial activity aimed at charitable activities shall not be considered to be entrepreneurial or other income-generating activity.

12.13. The Foundation shall be independent in making decisions, determining conditions for remuneration of employees of the Foundation, using its own financial and material resources in accordance with the requirements of the applicable legislation.

12.14. The Foundation shall prepare and submit financial statements, statistical and other mandatory reports in accordance with the procedure established by the law.

12.15. Information about the structure and amount of income and expenses of the Foundation, as well as conditions for use of its assets for charitable activities shall not constitute confidential information or commercial secret.

12.16. Reports of the Foundation may contain information about the identity of benefactors or beneficiaries, subject to the consent of the benefactors, beneficiaries or their successors or legal representatives, unless otherwise provided by the law.

13. PROVISION OF TRANSPARENCY AND INDEPENDENCE OF ACTIVITIES OF THE FOUNDATION

13.1. Activities of the Foundation shall be carried out on the principles of complete transparency.

13.2. Principal data on the Foundation and its activities shall be published on its website. All resources of the Foundation must be open to any interested person. The website shall contain the following information:

13.2.1. the Articles of Association and registration documents of the Foundation;

13.2.2. annual reports on activities of the Foundation.

14. RIGHTS OF BENEFACTORS

14.1. Benefactors who have transferred or intend to transfer their property, funds and other material assets to the Foundation shall have the right to:

14.1.1. receive a report on the use of such assets, funds and material assets on their request. If property, funds and other material assets are transferred for the intended purpose, the report on their use shall be provided to the benefactor in an obligatory manner;

14.1.2. receive information about the personal structure of the governing bodies of the Foundation;

14.1.3. review most recent financial statements of the Foundation (annual and quarterly);

14.1.4. receive the appropriate professional treatment from the staff of the Foundation;

14.1.5. preservation of confidentiality of information about them and their charitable donation.

14.2. Individuals and legal entities that give part of their profit, savings or property to charitable activities may enjoy tax and other benefits in accordance with the applicable legislation of Ukraine.

15. BRANCHES, SUBDIVISIONS AND REPRESENTATIVE OFFICES OF THE FOUNDATION

15.1. State registration of branches, subdivisions and/or representative offices of the Foundation shall be carried out in accordance with the procedure established by the applicable legislation of Ukraine.

15.1. Upon its state registration, a subdivision of the Foundation shall acquire the status of a legal entity. Branches and/or representative offices of the Foundation shall be subject to state registration without the status of a legal entity.

15.3. Branches, subsidiaries and representative offices of the Foundation shall act on the basis of the Articles of Association (regulations) to be adopted by their highest governing body and approved by the General Meeting of members of the Foundation. Regulations on branches, subdivisions and representative offices of the Foundation shall comply with the Articles of the Association of the Foundation.

16. INTERNATIONAL ACTIVITIES OF THE FOUNDATION

16.1. In accordance with its statutory tasks, the Foundation shall have the right to international relations and activities in the manner established by these Articles of Association and the applicable legislation of Ukraine.

16.2. The Foundation shall carry out its international activity through participation in international projects, operation of international organizations, as well as other forms that comply with the legislation of Ukraine, provisions and principles of international law.

16.3. The Foundation may join international organizations, form international unions, maintain direct international contacts, enter into relevant agreements and take part in international events.

16.4. The Foundation shall have the right to spend money on providing international assistance, covering representation expenses (receipt and sending delegations, costs for translators, payment of bills, etc.), sending its members and engaged specialists in business trips abroad as representatives of the Foundation to participate in educational and cultural events, conferences, etc., subject to the requirements of the applicable legislation, for the purpose of implementation the purpose (objectives, tasks) and areas of activities of the Foundation set forth by these Articles of Association.

17. AMENDMENTS AND SUPPLEMENTS TO THE ARTICLES OF ASSOCIATION OF THE FOUNDATION

17.1. Amendments and supplements to these Articles of Association shall be made upon decision of the General Meeting of members of the Foundation.

17.2. A decision on amendments and revisions to the Articles of Association shall be deemed adopted if it receives at least 75 percent of the votes of the members of the Foundation.

17.3. Amendments to the Articles of Association shall be made by restating the Articles of Association of the Foundation.

17.4. The restated Articles of Association of the Foundation shall be subject to state registration in accordance with the applicable legislation of Ukraine.

18. DISSOLUTION OF THE FOUNDATION, DISTRIBUTION OF ITS ASSETS UPON DISSOLUTION

18.1. The Foundation shall be dissolved through liquidation or reorganization:

18.1.1. a decision of the General Meeting of members of the Foundation (a decision of the General Meeting of the Foundation on dissolution of the Foundation through reorganization shall be taken by a majority of at least 75 percent of the votes of the total number of votes of members);

18.1.2. by court decision;

18.1.3. in other cases established by the applicable legislation of Ukraine.

18.2. During the reorganization of the Foundation, its rights and obligations shall pass to its successors. One or more charitable non-profit organizations shall be successors of the Foundation in case of its reorganization.

18.3. The Foundation may not be reorganized into a legal entity whose purpose is generating of profits.

18.4. A dissolution committee (reorganization committee, liquidation committee, liquidator) shall be established to dissolve the Foundation; it shall be granted the authority to dispose of the property of the Foundation in accordance with the applicable legislation of Ukraine.

18.5. In the event of dissolution of the Foundation (as a result of liquidation, merger, division, joining or transformation), its assets shall be transferred to one or more non-profit organizations of the corresponding type or transferred to the budget .

18.6. In cases established by the laws of Ukraine, and in the absence of charitable organizations specified in paragraph 18.5 of these Articles of Association, the assets of the Foundation shall be transferred to the State Budget of Ukraine.

18.7 The Foundation shall be deemed dissolved as of the date of record on its dissolution in the Unified State Register.

SIGNATURES OF MEMBERS:

Olha Yaroslavivna Yermolaieva

(signature)

Olha Mykolaivna Shurupova

(signature)

[Stamp]

This document contains 12 (twelve) sewn together and numbered sheets.

(signature) Yermolaieva O. Ya.

(signature) Shurupova O. M.

[Seal]

CHARITY FOUNDATION "TABLETOCHKI" * city of Kyiv* Ukraine

I, Dzhulai Liudmyla Viktorivna, certified translator of "July Morning" Translation Agency, do hereby certify that this translation into the English language is a true, correct and complete translation of the annexed document in the Ukrainian language in witness where of I hereunto set my hand this 17th day of April, 2019.

Переклад тексту цього документа з української мови на англійську мову зроблено перекладачем Джулай Людмилою Вікторівною.

Місто Ку-