

TRANSLATION FROM UKRAINIAN

“APPROVED”

by General Meeting of Members
Minutes No. 7 dated “22” July 2025

C H A R T E R

of

PUBLIC UNION

“UKRAINIAN WIND ENERGY ASSOCIATION”

Identification number 40955580

(new edition)

Kyiv, 2025

1. GENERAL PROVISIONS

1.1. The PUBLIC UNION “UKRAINIAN WIND ENERGY ASSOCIATION” (hereinafter referred to as the “Association”) is established as a public union; its organisational and legal form is that of a public association with the status of a legal entity.

1.2. The name of the Association has:

1.2.1. The full name:

in Ukrainian: ГРОМАДСЬКА СПІЛКА
“УКРАЇНСЬКА ВІТРОЕНЕРГЕТИЧНА АСОЦІАЦІЯ”

in English “UKRAINIAN WIND ENERGY ASSOCIATION”

1.2.2. The abbreviated name:

in Ukrainian: ГС “УВЕА”

in English “UWEA”

1.3. The Association is established and operates in accordance with the Constitution of Ukraine, the Law of Ukraine “On Public Associations”, the Law of Ukraine “On Lobbying” No. 3606-IX of February 23, 2024 (hereinafter referred to as the “Law”), the Rules of Ethical Conduct of Lobbying Entities and other norms and regulations, as well as this Charter, the Code of Business Conduct and Ethics and the Sustainable Development Policy approved by the Board of the Association, as well as other internal documents (local acts) adopted for execution or observance of the Law (hereinafter referred to as the “Documents”). The documents constitute the internal regulations of the Association and possess legal validity, binding all participants, employees, and individuals subject to the Association's internal regulations.

1.4. The Association is a non-profit and non-governmental organization. The purpose of its activities is not to make a profit. The members of the Association do not intend to receive profits (dividends) from the activities of the Association in accordance with this Statute.

1.5. The Association is established and operates on the principles of voluntary participation, self-management, and equality among its Members. It also promotes freedom in choosing the territory for activities, does not prioritize Members' property interests, and upholds transparency, openness, legitimacy, humanism, and respect for Ukraine's sovereignty, national security, and state interests, in accordance with its Documents. The activities of the Association are inherently social, which does not conflict with its ability to collaborate with government authorities or restrict its right to receive government assistance in accordance with the law.

1.6. The activities of the Association are financed solely through the following sources:

1.6.1. one-time or periodic contributions from Members;

1.6.2. passive income;

1.6.3. grants or subsidies received from state or local budgets, state target funds, or through technical or charitable assistance—including humanitarian support—provided to the Association in accordance with international agreements, which have been approved by the Verkhovna Rada of Ukraine. This excludes subsidies aimed at regulating prices for paid services offered by the Association or provided through it to recipients, in accordance with the law, to reduce such prices.

1.7. Subdivisions of the Association are established without legal entity status and conduct their activities on the basis of the Charter of Association.

1.8. The Association gains legal entity status as soon as it is registered by the state in accordance with the laws of Ukraine. It has a separate balance sheet, the ability to acquire and dispose of property rights, and possesses its own corporate seal, stamps, and letterhead bearing its name. The Association also maintains bank accounts, including those in foreign currency, and has its own symbols. The corporate logo and other symbols of the Association are registered following the procedures outlined by law.

1.9. The Association has the right to engage in civil legal relations, acquire property and non-property rights, assume obligations, act as a plaintiff or defendant in court, and manage funds and other assets.

1.10. The Association may defend and represent its legitimate interests and those of its Members before government authorities in accordance with the procedure set out by law.

1.11. The Association is not liable for obligations of its Members, nor are the Members liable for the obligations of the Association.

2.PURPOSE (OBJECTIVES) AND AREAS OF ACTIVITIES

2.1. The purpose (objective) of activities of the Association is to coordinate the activities and efforts of its Members to promote the nationwide use of wind energy and address related issues in accordance with the areas defined in the Charter. However, the Association does not have the authority to interfere with the operations of its Members, except as may be specified in the Documents, which include matters relating to their production, commercial operations, and management decisions. The objective of activities of the Association is to create a joint platform enabling cooperation on the wind energy market in Ukraine to provide for the most favourable conditions for doing business and accelerate the development of wind energy sector, including the wind energy industry.

2.1. The purpose (goal) of the Association is to coordinate the activities and efforts of its Members to develop the practice of wind energy use in Ukraine and resolve related issues in accordance with the areas of activity of the Association set forth in these Charter, without the Association having the right to interfere in the activities of the Members, taking into account the restrictions that may be provided for in the Documents, including production and commercial activities, and management decisions. The goal of the Association is to establish a shared platform for collaboration within the Ukrainian wind energy market to create the most favorable conditions for conducting business and to accelerate the growth of the wind energy sector, including the development of the wind energy industry. The Association also participates in lobbying efforts to legitimately influence state authorities, local governments, and their officials to shape favorable regulatory and economic policies in the areas utilizing wind energy, distributed generation, and energy storage systems.

2.2. The main areas of activities of the Association include:

2.2.1. enhancing Ukraine's innovative capacity by conducting scientific researches in wind energy and the advanced environmentally friendly technologies;

2.2.2. voluntary participation in legislative activities related to the energy industry of Ukraine to strengthen and accelerate the development of the wind energy sector, subject to the provisions and limitations of the Law and the Documents;

2.2.3. contributing to drafting the policy documents in the energy industry of Ukraine (including state and industry programs, energy strategy, etc.) to ensure that measures are implemented for the advancement of the wind energy industry, including the development of modern wind turbine production, subject to the provisions and limitations of the Law and the Documents;

2.2.4. representing the interests of Members of the Association by collaborating with public authorities and promoting the widespread adoption of wind power generation in Ukraine's energy sector, subject to the provisions and limitations of the Law and the Documents;

2.2.5. establishing cooperation within the legal framework among various categories of industry representatives; promoting the introduction of wind energy technologies in combination with solar, bioenergy, hydroelectric and other renewable energy technologies;

2.2.6. contributing to the creation of socially, morally fulfilled and environmentally friendly conditions for the lives and work of the Ukrainian people. This involves Implementing scientific and cultural initiatives focused primarily on sustainable development and environmental improvement both in Ukraine and globally;

2.2.7. contributing to fostering the use of modern technologies and know-how in energy industries in Ukraine;

2.2.8. contributing to establishment and enhancement of cross-industry and interstate cooperation in the development and implementation of modern technologies within the wind energy sector, including promoting interregional and cross-border cooperation between Ukraine and other countries;

2.2.9. supporting the creation and operation of computerized databases (databanks) related to the development and implementation of innovative RES technologies, specifically in wind energy;

2.2.10. contributing to international cooperation on social and environmental issues to integrate Ukraine into the European and global economic, scientific, and information space;

2.2.11. conducting activities that promote the Association's initiatives and advance the wind energy industry subject to the provisions and limitations of the Law and the Documents:

- representing the interests of the Members of the Association in Ukraine; representing the Association at seminars, webinars, conferences, forums, and congresses;
- advocating for the Association's perspective on pressing and challenging industry-specific issues; organizing press conferences to communicate the views of the Association on major topics within the renewable energy industry, particularly focusing on wind energy;
- arranging events such as seminars, conferences, business meetings, Expert Council meetings that involve other government and community organizations for the benefit of the

Members of the Association and stakeholders in the renewable energy market, especially in the wind energy sector;

- preparing comprehensive reviews of Ukraine's wind energy sector on a quarterly and annual basis, including forecasts for the industry's development.;
- creating information materials that outline the strategies and programs of the European Union and Ukraine;
- providing the necessary information for the website that highlights the activities of the Association, ongoing projects, breaking news, events, publications, statistical data regarding wind energy development in Ukraine and globally, etc.;

2.2.12 maintaining a positive image of the wind energy industry within the community and promoting this industry in Ukraine;

2.2.13. establishing cooperation with European and other relevant international associations and organisations;

2.2.14. creating a technological platform that facilitates the exchange and promotion of investment projects related to the development of the wind energy industry;

2.2.15. participating in the implementation of wind energy projects in Ukraine by organising public hearings, contributing to the writing of environmental impact assessment reports, and sharing the key findings of these projects;

2.2.16. establishing a platform for consultations among the Members of the Association regarding technological and legal issues related to wind energy projects in Ukraine;

2.2.17. keeping Members of the Association and relevant government institutions informed about the developments in wind energy projects in Ukraine;

2.2.18. promoting the development and implementation of energy storage systems and distributed generation;

2.2.19. conducting lobbying activities based on the principles of legitimacy, transparency, accountability, responsibility, professionalism and ethics in the field of wind energy, distributed generation, and energy storage systems.

2.3. The Association and its Members do not engage in any coordinated actions that could limit competition among the Members of the Association.

2.4. The Association ensures that it does not exert any decisive influence over the business operations of its members. Additionally, it does not direct its activities in a way that could lead to such influence, nor does it endorse the competitive practices of its members.

2.5. The Association conducts lobbying activities in accordance with the Law of Ukraine "On Lobbying" and the Inter-Institutional Agreement dated May 20, 2021, between the European Parliament, the Council of the European Union, and the European Commission regarding a mandatory transparency register. The Association is committed to adhering to the legal requirements for registration in the Transparency Register, as well as for the preparation and submission of reports as prescribed by law.

2.6. The Association engages in lobbying activities to promote the Members' commercial interests, with compensation covering the necessary actual costs for implementation, without a formal lobbying agreement.

3. MEMBERS OF THE ASSOCIATION; THEIR RIGHTS AND OBLIGATIONS

Conditions for Membership

3.1. The Association is an open organisation; Members have the option to join or withdraw from it as they choose.

3.2. An eligible member of the Association is defined as a legal entity under private law, including a public association with legal entity status, or an individual who is at least 18 years old, was not incapacitated by court decision, who acknowledges the Association's purpose and areas of activity, and agrees to fulfill the obligations outlined in the Charter and other internal documents of the Association.

3.3. The grounds for membership in the Association are non-discriminatory.

3.4. Members of the Association include its Founding Members, which have their membership status immediately upon state registration of the Association, and any new Members who join the Association after this registration.

3.5. Individuals who join the Association after its state registration will gain membership status immediately following the approval of the respective decision by the Board of the Association (hereinafter referred to as the "Board") in accordance with the Charter.

3.6. Members of the Association have the following rights:

3.6.1. to participate in the General Meeting of Members of the Association (hereinafter referred to as the "General Meeting");

3.6.2. to serve as the head or as members of other management bodies of the Association in accordance with the Charter;

3.6.3. to submit proposals or consideration and participate in discussions at the General Meeting regarding any aspect of the Association's activities, including the proposals for election or removal of members from the management bodies of the Association;

3.6.4. to receive reports detailing the activities of the Association, as well as information about its initiatives, programs, and the use of the Association's funds;

3.6.5. to contact the management bodies of the Association regarding any issues related to its activities.

3.7. Members of the Association have the following obligations:

3.7.1. to comply with provisions of the Charter, the decisions of the General Meeting, the decisions of the Board, the Code of Business Conduct and Ethics, and the Sustainable Development Policy approved by the Board, along with any other internal documents of the Association;

- 3.7.2. to participate in achieving the purpose (objectives), goals and principles of activities of the Association;
- 3.7.3. to pay entrance and membership fees on time, ensuring that these funds do not originate from source prohibited by Ukrainian legislation, in particular the Law;
- 3.7.4. to adhere to the principles and fundamental activities of the Association.
- 3.7.5. to maintain and promote the business reputation of the Association.;
- 3.7.6. to fully comply with the applicable laws of Ukraine at all times.

Acquisition and Termination of Membership

- 3.8. Membership in the Association is obtained in accordance with the Charter by submitting a membership application to the Board.
- 3.9. Admission to the Association is confirmed by the issuance of a membership certificate.
- 3.10. The membership application form and membership certificates will be determined by the Board.
- 3.11. The Board considers a membership application and decides whether to admit the applicant as a Member of the Association. A decision on admission of the applicant as a Member of the Association is subject to approval by a simple majority of votes present at the Board Meeting.
- 3.12. Membership in the Association may only be terminated if a Member is expelled from the Association in accordance with Section 3.15 of the Charter, his/her withdrawal, or death.
- 3.13. A Member wishing to withdraw from the Association must submit a membership cancellation request in any format or send such request to the Management Board of the Association.
- 3.14. The membership of a Member elected as the Chairman of the Board shall be considered terminated on the day following the day of the election of a new Chairman of the Board.

Exclusion of Members from the Association and other Enforcement Measures

- 3.15. In the event of violations of the requirements outlined in the Charter, the Documents and any decisions made in accordance these Documents, the following enforcement measures (types of liability) may be applied to a Member of the Association:
 - 3.15.1. a warning regarding the inadmissibility of the violation, along with measures to eliminate it;
 - 3.15.2. compensation for any damage incurred by the Association as a result of violation by the Member of the Association;
 - 3.15.3. suspension of the participation of the Member of the Association in the governing bodies of the Association;
 - 3.15.4. exclusion of the Member from the Association.
- 3.16. A Member may be excluded from the Association under the following circumstances:

3.16.1. a Member voluntarily terminates its activities, effective on or after the date of the decision to terminate;

3.16.2. a Member fails to meet the requirements set forth by law or the Charter of the Association within six consecutive months;

3.16.3. a Member of the Association has not followed the directives and requirements established by the Association's governing bodies as outlined in the relevant documents or decisions. This non-compliance has occurred on more than two occasions, or the member has committed a single violation that is fundamentally incompatible with the principles and foundations of the Association's activities and cannot be corrected.

3.17. The Board may suspend a Member's membership for up to six months if the Member has committed a violation that is incompatible with the principles and fundamental activities of the Association and that can be eliminated. Suspension may also occur in other circumstances as outlined in the Association's governing documents.

3.18. A decision to exclude a Member from the Association requires approval by a simple majority of the votes present at a Board meeting, provided that at least one of the conditions specified in Section 3.15 of this Charter is met. The Member facing Exclusion shall not participate in the voting process.

3.19. Termination of membership in the Association takes effect from the date on which a membership termination decision is sent to the Member by registered letter with return receipt requested.

4. MANAGEMENT, CONTROL, AND SUPPORTING BODIES OF THE ASSOCIATION

4.1. The following are the management bodies of the Association:

4.1.1. the General Meeting of Members, which is the highest management body of the Association; and

4.1.2. the Board of the Association, which functions as the executive body of the Association.

4.2. To oversee the activities of the executive body of the Association and to ensure that the Board respects the rights and interests of the Members, a Supervisory Board is established and operates within the Association.

4.3. The Audit Commission is established to function as a financial control body of the Association.

4.4. The Association may form an Expert Council to provide expert opinion on issues that arise during its activities.

4.5. To effectively carry out its activities and ensure the efficient functioning of its bodies while enhancing the status and significance of the Association and its members in the field of wind energy, the Board may issue decisions to create separate committees (hereinafter referred to as "Committees") and/or working groups (hereinafter referred to as "Working Groups").

4.6. Eligible members of the Committees and Working Groups are those who are Members of the Association. Additionally, other individuals who meet the eligibility criteria outlined in Section 3.2 of the Charter may participate in the activities of the Committees and Working Groups. It is important to note

that participation in a Committee or Working Group does not grant any individual, other than a Member, the legal status or the rights and obligations associated with being a Member under the Charter.

4.7. The procedure for establishing Committees and/or Working Groups, along with their specific purposes and areas of activity, membership principles, rights and obligations of members, decision-making procedures and powers, as well as the grounds and procedures for their termination, are all outlined in the relevant documents or regulations. These documents must be approved by the Management Board at the same time as the decision to create the Committee and/or Working Group.

4.8. The activities of the Committees and/or Working Groups must not conflict with the purpose and areas of activity of the Association.

5. GENERAL MEETING OF MEMBERS

5.1. The General Meeting of Members of association (hereinafter referred to as “General Meeting”) is the highest management body of the Association and is responsible for making decisions on all matters related to its activities.

5.2. The General Meeting consists of the Members, in accordance with the provisions outlined in Section 3.13. of the Charter.

5.3. Each Member has an equal vote when voting at the General Meeting.

5.4. A General Meeting is convened by the Chairman of the Board at least once a year, or more frequently if requested by the Board, the Supervisory Board, the Audit Commission, or by Members collectively holding at least 7 votes. If the Chairman of the Board does not convene the General Meeting within 10 calendar days, Members holding at least 10 percent of the votes may convene the General Meeting themselves.

5.5. Members shall be personally notified of the General Meeting by the Chairman of the Board. The notice will be sent to each Member using one of the following methods: by mail, personal delivery, or electronic communication (such as telephone, fax, or email) – at least 25 calendar days before the date of the General Meeting.

5.6. General Meetings are valid if at least two-thirds of the total Association Members are present.

5.7. At the General Meeting, decisions are approved by a simple majority of Members present.

5.8. Decisions on matters not included into the agenda of the General Meeting must be approved by all Members present at the General Meeting.

5.9. The following matters fall under the exclusive authority of the General Meeting:

5.9.1. to approve the Charter of the Association, and any amendments to it;

5.9.2. to determine the key areas of activities for the Association;

5.9.3. To elect and dismiss members of the Board through voting;

5.9.4. to approve the budget of the Association as submitted by the Board;

5.9.5. to approve the annual performance reports of the Association as submitted by the Board;

- 5.9.6. to make decisions regarding the reorganization or dissolution of the Association;
- 5.9.7. to establish the amount, form, and procedures for payment of admission and membership fees by the Members;
- 5.9.8. to create separate divisions within the Association;
- 5.9.9. to make decisions regarding the disposal of the Association's funds;
- 5.9.10. to make decisions regarding the acquisition, leasing, disposal, transfer into mortgage, encumbrance, or execution of other transactions related to the Association's property.

5.10. Additionally, other issues related to the Association's activities may be submitted for review at the General Meeting. The General Meeting may delegate relevant issues, which are within its competencies as outlined in the Charter, to the Board.

5.11. Decisions regarding the adoption of the Association's Charter, amendments or additions to it, the sale of the Association's property for an amount equal to 50 percent or more of the Association's total assets, as well as the termination of the Association's activities (including, but not limited to, liquidation), shall be adopted if at least three-quarters (3/4) of the Members present at the General Meeting vote in favor.

5.12. The methods and procedures for approving decisions at the General Meeting using communication equipment, including the recording of the meeting results, shall be determined during a separate General Meeting, if the Members present deem it appropriate. In this case, the agenda for the relevant meeting must include a discussion of the procedure for decision-making at the General Meeting via communication equipment.

5.13. Candidates for the positions of chairman and secretary of the General Meeting shall be nominated by the Board and approved by the General Meeting. The chairman and secretary elected during the General Meeting will be responsible for organizing the recording of the minutes. The minutes of the General Meeting shall be signed by both the chairman and the secretary.

5.14. Decisions made by the General Meeting are binding on the Members, the Management Board, and other bodies of the Association as specified in Section 4 of the Charter.

6. BOARD

6.1. The Board is a permanently acting collegial executive body of the Association responsible for overseeing the general activities of the Association between General Meetings.

6.2. The Board is elected by secret ballot through a simple majority vote for a term of five years. The number of Board members is determined by the Board itself. The governing documents may establish rules and restrictions regarding the combination of employment (membership, etc.) for individuals in legal entities that are members of the Association and the governing bodies of the Association, with the exception of elected positions. The documents may also outline additional restrictions, requirements, and rules to prevent conflicts of interest, as well as procedures for resolving such conflicts.

6.3. Members of the Board may be re-elected an unlimited number of times.

6.4. The Board reports its performance results to the General Meeting on an annual basis.

6.5. The Chairman of the Board convenes meetings at least once every six months, or more frequently if requested by the Chairman, the Board, or any of its members.

6.6. A Board meeting is considered valid when at least five-sixths (5/6) of its members are present.

6.7. Each member of the Board is entitled to one vote. Decisions made during Board meetings require a simple majority of votes to be approved.

6.8. The Chairman of the Board is responsible for notifying each member of the Board about the meeting. Notifications must be sent by mail, personal delivery, or electronic communication (telephone, fax, or email) at least three days prior to the meeting date.

6.9. Meetings of the Board may be conducted *in absentia* (through various means, including exchanging letters, emails, or telephone conferences).

6.10. The competence of the Board includes the following:

6.10.1. ensuring the implementation of the decisions made by the General Meeting;

6.10.2. electing the Chair of the Management Board by open vote for a term of 5 years, with the possibility of unlimited re-election.

6.10.3. acceptance and exclusion of Members of the Association;

6.10.4. approval of regulations for the Association's committees' activities;

6.10.5. approval of the staffing table and any other internal documents of the Association related to the payment of salaries to employees;

6.10.6. exercising ongoing control over the activities of the Association;

6.10.7. resolving operational issues related to the activities of the Association;

6.10.8. approval of the Code of Business Conduct and Ethics, the Sustainable Development Policy, and other Documents of the Association related to the internal activities of the Association;

6.10.9. approval of materials distributed in accordance with the provisions of the Documents;

6.10.10. receiving notifications about public positions and potential contacts with representatives of state authorities and local self-government bodies, within the framework of which representatives of the Members of the Association may express their position on behalf of the Association, as well as carrying out measures in connection with the receipt of relevant notifications in the manner and on the grounds specified in the Documents;

6.10.11. giving consent on the topics of speeches and positions that may be made on behalf of the Association in the manner and on the grounds specified in the Documents;

6.10.12. exercise of other powers specified in the Documents;

- 6.11. The work of the Board is managed by the Chairman of the Board, who is elected for a term of 5 years with the possibility of being re-elected an unlimited number of times.
- 6.12. The Chairman of the Management Board shall have the following powers:
- 6.12.1. chairing the Board Meetings;
 - 6.12.2. drawing up the agenda for the Board Meetings;
 - 6.12.3. convening the Board Meetings, inviting the members of the Board and the Supervisory Board to attend these meetings;
 - 6.12.4. taking minutes of the meetings of the Board;
 - 6.12.5. signing the minutes of the Board Meeting and other Documents approved (adopted) by the Board or drawn up in accordance with a decision made by the Board;
 - 6.12.6. ensuring the implementation of decisions made by the General Meeting and the Management Board;
 - 6.12.7. representing the Board before other governing bodies of the Association;
 - 6.12.8. reporting on behalf of the Management Board to the General Meeting on the results of the Association's activities for the reporting period;
 - 6.12.9. representing the interests of the Association without a power of attorney in all state and non-state agencies, institutions, enterprises, societies, organisations, in relations with any legal entities and individuals in the process of reorganization/termination, performing any other actions related to the activities of the Association;
 - 6.12.10. convening and organising the General Meeting, as well as storing the signed minutes of the General Meeting;
 - 6.12.11. organising and managing the Association's day-to-day activities;
 - 6.12.12. taking all actions required to open, maintain, use and close bank accounts in the name of the Association;
 - 6.12.13. developing and compiling staffing tables, any other internal documents related to the payment of salaries to Association employees, as well as internal labour regulations, rules, provisions and other internal Documents of the Association;
 - 6.12.14. issuing orders, regulations and other acts on matters within his/her power;
 - 6.12.15. calculating and paying taxes, fees and any other mandatory payments on behalf of the Association;
 - 6.12.16. hiring employees and concluding employment agreements, contracts and other necessary documents with them;
 - 6.12.17. submitting, completing, and receiving any documents related to the establishment and activities of the Association;

6.12.18. delegating part of his/her powers to other persons in accordance with the power of attorney and/or order;

6.12.19. representing the Association when it acts as a plaintiff, defendant, third party or any other participant in legal disputes in courts of all jurisdictions, and all court instances, arbitration institutions, and arbitration;

6.12.20. performing any other actions provided for by law, that are required for the activities of the Association;

6.12.21. forming Committees and approving regulations for them in line with the Charter.

6.13. In relations with the Chairman of the Board (including in court) or in the event of his/her removal from office or dismissal by the General Meeting, the Association shall be represented by a person appointed by the General Meeting.

6.14. If the Chairman of the Board is unable to perform his/her duties, the Board at its meeting shall appoint an acting Chairman of the Board. The acting Chairman of the Board shall have all the rights of the Chairman of the Board pursuant to the Charter and the legislation of Ukraine.

6.15. The powers of a Member or Chairman of the Board shall be terminated early if at least one of the following circumstances occurs:

6.15.1. unilateral resignation from the position of Member and/or Chairman of the Board based on a personal application to the General Meeting;

6.15.2. the occurrence of circumstances which under law of Ukraine prevent such member or Chairman of the Board from performing his/her duties;

6.15.3. decision to dismiss the Chairman of the Board or a Member of the Board made by the General Meeting;

6.15.4. election of a partially or completely new composition of the Management Board by the General Meeting;

6.15.5. termination of the status of the Chairman and Member of the Board as an authorized representative or manager of an Association's Member.

6.16. Decisions (orders, directives and other acts), actions and omissions of the Chairman of the Board are appealable to the Supervisory Board upon written request of at least 10% of the total number of Members of the Association.

7. SUPERVISORY BOARD

7.1. A Supervisory Board of the Association may be established by decision of the General Meeting.

7.2. The General Meeting shall elect three members of the Supervisory Board from among the authorized representatives of the Association Members for a term of five years, with the right to be re-elected an unlimited number of times.

7.3. The Supervisory Board shall be responsible for exercising control on behalf of the General Meeting over the key management decisions taken by the Board to ensure their compliance with the statutory objectives and activities of the Association and the decisions taken by the General Meeting.

7.4. The Supervisory Board shall be authorized to consider complaints from Members against decisions, actions, or omissions on the part of the Association's management bodies.

7.5. Complaints against decisions (orders, instructions, and other acts), actions and omissions of the Chairman of the Board, as well as actions and omissions of members of the Board shall be submitted in writing to the Supervisory Board and shall be considered by the members of the Supervisory Board within 30 calendar days from the date of its receipt. Upon consideration of the complaint, the Supervisory Board (any of its members) shall inform the results of its consideration. The issues raised in the complaint may be considered at the meeting of the Board and/or at the General Meeting upon the proposal of the Supervisory Board (or any of its members).

7.6. Complaints against decisions or activities of the Supervisory Board shall be submitted **to** and considered at the next General Meeting.

7.7. Decisions or activities of the General Meeting may be appealed in court in accordance with the current legislation of Ukraine.

7.8. Members of the Supervisory Board may attend meetings of the Board.

7.9. The Supervisory Board shall report annually to the General Meeting on the results of its activities.

8. AUDIT COMMISSION

8.1. The Association may establish an Audit Commission by a decision of the General Meeting.

8.2. The General Meeting will elect three authorized representatives of the Members to serve as members of the Audit Commission for a term of five years, with the possibility of unlimited re-election.

8.3. The Audit Commission is responsible for financial oversight of the Association's activities. In exercising its responsibilities, the Audit Commission has the following authorities:

8.3.1. to request and obtain all necessary materials, accounting records, and other documents from the Association's officials, as well as personal explanations regarding the financial activities of the Association, including those related to the raising and use of funds and property;

8.1.1. to prepare and present written opinions and reports on the financial activities of the Association to the General Meeting;

8.1.2. to hire auditors and other experts to conduct audits of the Association's financial activities and to compensate them for their services. Additionally, to prepare the liquidation balance sheet of the Association;

8.1.3. to request the convening of a meeting of the Management Board or the General Meeting if there is a serious threat to the interests of the Association or its Members, or if any violations of the Charter or abuses by officials of the Association or its Members are identified.

8.2. The Audit Commission will hold meetings as necessary, but at a minimum, it will meet once a year. Meetings can be conducted remotely, including through exchanges of letters via email or telephone conferences.

8.3. Each year, the members of the Audit Commission will report on the status of financial discipline within the Association to the General Meeting.

9. PROPERTY AND FUNDS OF THE ASSOCIATION

9.1. The Association is entitled to possess the funds and other property necessary for conducting its statutory activities.

9.2. The Association's funds are established as required by Section 1.6 of the Charter.

9.3. The Association gains ownership of funds and other property transferred to it by its Members, the state, or acquired through entrance or membership fees, additional contributions, and donations from individuals and legal entities (sponsors). This includes passive income and property bought with its own funds, as well as any other sources not prohibited by law or the governing Documents regarding the inadmissibility of funds and property from illegal origins.

9.4. The property of the Association includes capital assets, working capital, and other assets that the Association creates or acquires. Their value is reflected in the Association's balance sheet.

9.5. The Members may contribute in the form of money, securities, other assets, and non-property rights, in accordance with the provisions outlined in Section 3.8.3 of the Charter.

9.6. The value of contributed property is determined by an agreement between the Members and the General Meeting, expressed in Hryvnias. The Association has exclusive rights to manage and utilize the property contributed to it.

9.7. The General Meeting shall establish the amounts for entry and membership fees, as well as the procedures and methods for their payment.

9.8. The property and funds of the Association may be created and acquired through means not prohibited by the laws of Ukraine, which may include the transfer of entrance or membership fees and additional contributions from the Members to the Association's balance.

9.9. To support the activities of the Association, members may voluntarily pay additional one-time membership fees.

9.10. The General Meeting and the Board of the Association exercise ownership rights in accordance with the procedures established by Ukrainian law and the Association's Charter, as required for its purposes and business activities.

9.11. Any losses incurred by the Association due to violations of its property rights by individuals, legal entities, or government authorities must be reimbursed to the Association in accordance with a decision made by a court of general jurisdiction, commercial court, or administrative court.

9.12. The income (profits) generated by the Association under the laws of Ukraine, or any portion of it, will not be distributed among the Founders, Members (including Associated Members and officers, except for compensation for services and unified social contributions), or members of the Association's management bodies and related parties.

9.13. The Association's income (profits) will be used exclusively to cover expenses related to its maintenance, as well as to pursue its objectives and activities as outlined in the Charter.

9.14. Upon the dissolution of the Association, its property and assets will be transferred to one or more non-profit organizations of a similar type or allocated to the budget, in accordance with legal procedures and the requirements specified in Section 14 of the Association's Charter.

10. SEPARATE SUBDIVISIONS OF THE ASSOCIATION

10.1. The General Meeting may establish separate subdivisions of the Association.

10.2. These separate subdivisions are created by the decision of the General Meeting, do not possess legal entity status, and carry out their activities based on the Association's Charter.

10.3. The CEO of each separate subdivision is appointed and dismissed by the Board's decision.

10.4. Separate subdivisions are established to achieve the Charter's objectives of the Association in the territory of Ukraine. The CEO, acting under a power of attorney, manages the day-to-day operations of the separate subdivision and coordinates with the Association's management bodies.

10.5. A separate subdivision of the Association may be dissolved by a decision of the General Meeting.

11. ACCOUNTING AND REPORTING OF THE ASSOCIATION

11.1. The Association maintains routine business, tax, and statistical records in accordance with the procedures set out by the laws of Ukraine.

11.2. The annual profit and loss statement of the Association is subject to discussion and approval by the General Meeting.

11.3. The Association submits the required financial accounts and reports to the State Fiscal Service of Ukraine and other governmental authorities in accordance with the procedure set out by the applicable laws of Ukraine.

11.4. The Association shall ensure that all necessary reports as mandated by the laws of Ukraine are prepared and filed appropriately.

11.5. The Documents may establish special rules and deadlines for filing the Association's reports to ensure compliance with legal requirements.

12. WINDING UP

12.1. The Association may be dissolved through reorganization or voluntary dissolution, following the procedures set out by the laws of Ukraine.

12.2. The Association can be terminated by a decision made at the General Meeting or by a court ruling.

12.3. In the event that the Association is dissolved:

12.3.1. The General Meeting will appoint a liquidation commission responsible for preparing a liquidation balance sheet, fulfilling obligations under existing agreements, entering into new agreements within its jurisdiction, identifying the creditors and debtors of the Association, and distributing any remaining assets. The liquidation commission will operate in accordance with the laws of Ukraine and will hold rights, duties, and obligations as specified by the law.

12.3.2. The property and assets of the Association, after the payment of taxes to the state budget and settlements with creditors and employees, shall be transferred to another non-profit organization of the same type or credited to the state budget.

12.4. The Association will cease to exist from the date of its de-registration in the Unified State Register of Legal Entities and Individual Entrepreneurs.

12.5. The Association may be reorganized by decision of the General Meeting, in accordance with the applicable laws of Ukraine. In the event of reorganization, all rights and obligations of the Association will transfer to its successors in title.

13. AMENDMENTS TO THE CHARTER

13.1. Amendments to the Charter of the Association shall be adopted by a decision of the General Meeting, requiring a qualified majority vote (three-fourths of the Members present at the General Meeting). These amendments will be registered in accordance with the procedures outlined by the applicable laws of Ukraine.

14. CONDITIONS PREVENTING THE CONDUCT OF ENTREPRENEURIAL ACTIVITY BY THE ASSOCIATION

14.1. The Association does not independently engage in any entrepreneurial activities, enter into entrepreneurial agreements (contracts), or create or act as co-founders of business entities, nor does it exercise control or management over such entities.

14.2. Neither the Association nor its members, in accordance with the provisions outlined in the Documents, participate in any coordinated actions that may prevent, eliminate, limit, or distort competition. This includes any coordinated actions related to the following:

14.2.1. a product sale price;

14.2.2. the quantity that will be produced;

14.2.3. the standard formulas for price calculation;

14.2.4. maintaining a fixed ratio between the prices for competing products that are not similar;

14.2.5. cancelling any price discounts or establishing fixed discount rates;

14.2.6. credit or loan agreements that cover the buyers;

14.2.7. no price reduction without prior notification to other participants involved in coordinated actions;

14.2.8. purchasing an excessive quantity of products that are offered at low prices (to maintain a higher product price);

14.2.9. appointing a single sales agent who has the authority to manage the sales volumes for all parties involved in the coordinated actions;

14.2.10. allocating the buyers among the parties participating in the coordinated actions;

14.2.11. distributing the territories, and managing the purchase or distribution of products among the parties involved in the coordinated actions.

15. CONDITIONS FOR COORDINATING BUSINESS OPERATIONS AMONG MEMBERS

15.1. The Association may coordinate the operations of its Members only on the following matters:

15.1.1. Technical information and education for Members, specifically:

- explaining the goals of the Association by organizing and hosting lectures, discussions, seminars, conferences, forums, interviews, publications in mass media, and consultations, as well as engaging local and international expert consultants;
- sharing academic research achievements, technical knowledge, best practices in utilizing high-performance technologies, implementing cost-reduction methods, and environmentally friendly renewable technologies, particularly those based on wind energy;
- creating a system for the professional training of Members, regularly publishing information about the activities of the Association and its Members, the industry-specific challenges, and international best practices.
- facilitating analytics related to management and marketing in the involved markets, and regularly sharing the results of these analytics with Members.
- providing only methodological guidance to Members when addressing work defects or when offering additional training to the Members' employees.

15.1.2. Collecting data from Members solely regarding the following:

- production and production facilities;
- problems faced by Members in their activities to find the most efficient solutions;
- information that can help establish and enhance cooperation with government authorities and other organizations;
- technical information and education to Members, as outlined in this section of the Charter, where the distribution of such information is permitted.

The collected data may be summarized and distributed no sooner than one month after collection. It cannot be used against Members, competitors, or consumers, and must not include details related to essential terms of commercial operations, prices, or business

strategies. Sharing such information could potentially coordinate competitive practices and influence the behavior of other Members, competitors, and consumers.

15.1.3. Standardization, particularly aimed at improving industry performance (commodity market), will involve drafting, discussing, and proposing reasonable types of classifiers, product quality standards, reliability and safety of operations, and environmental standards.

15.1.4. Government relations and relations among the Members, in particular:

15.1.4.1. collaborating with government authorities specifically on legal and regulatory issues that establish the general framework for operations within the relevant commodity market;

15.1.4.2. assisting in the organization of comprehensive research in various areas of the energy industry development in Ukraine. This includes researching the wind power potential of proposed sites for wind power plants and conducting public environmental impact assessments for wind power projects that may be implemented in Ukraine;

15.1.4.3. protecting the interests of the Members in government authorities and other organisations both in Ukraine and internationally;

15.1.4.4. helping Members to enter foreign markets.

15.1.5. The Association engages in lobbying activities, particularly in cases defined by its Documents concerning compliance with the provisions of the law and relevant documents.

15.2. The Association does not allow for any dominant influence over the business operations of its founders (members) or the endorsement of their competitive practices.

15. CONDITIONS OF THE ASSOCIATION'S LOBBYING ACTIVITY

16.1. The Association conducts its activities in compliance with the provisions of the law, the rules of ethical conduct for lobbying entities as established by the Cabinet of Ministers of Ukraine in Resolution No. 1128 dated October 1, 2024, and the Association's internal documents.

16.2. The Association commits to registering in the Transparency Register as a lobbying entity in accordance with the law.

16.3. The Association engages in lobbying activities based on the principles of legality, transparency, accountability, responsibility, professionalism, and ethics.

16.4. The Association may engage in lobbying activities in accordance with the provisions of the governing documents. These activities may include:

- any direct or indirect communication with the object of lobbying on issues related to the subject of lobbying;
- the preparation and distribution of advertisement, proposals, program and position papers, analytical materials, and results from sociological and other research related to the subject of lobbying, including through media or the Internet;
- participation in events concerning the subject of lobbying to influence (or attempt to influence) the object of lobbying;
- inviting the object of lobbying to participate in meetings, conferences, events, etc.;
- organizing public events, information campaigns, and other activities not prohibited by law that relate to the subject of lobbying;

- utilizing any other lawful methods that involve attempts to influence the target of lobbying regarding the subject at hand.

16.5. If any lobbying initiatives, messages, or materials (including advertising, proposals, program and position papers, analytical materials, or results of sociological studies related to the subject of lobbying) are distributed on behalf of the Association, they must meet the following requirements:

- be approved by the authorized governing bodies of the Association in accordance with the provisions of this Charter or relevant documents;
- be included in the lobbying report.

16.6. After registering in the Transparency Register, the Association will maintain records of lobbying activities and will prepare and submit a report on lobbying in accordance with the requirements outlined in the Law of Ukraine “On Lobbying” No. 3606-IX, dated February 23, 2024.

16.7. All Members of the Association are required to comply with lobbying legislation and the provisions outlined in the relevant documents. In the event of any violations, the Association reserves the right to impose enforcement measures on the Member as specified in paragraph 3.14 of this Charter.

16. FINAL PROVISIONS

16.1. The Charter serves as the foundational document of the Association.

17.2. If any provision of the Charter is found to be invalid, all other provisions will remain in full force and effect. In cases where a provision is deemed invalid, the relationships governed by that provision will be regulated by the relevant laws of Ukraine.

17.3. The section headings in the Charter are provided solely for ease of reference and do not influence the interpretation of the Charter's provisions.

IN WITNESS WHEREOF, THE CHARTER HAS BEEN SIGNED BY:

(signature)

Chairman of the Meeting – Andriy Konechenkov

(signature)

Secretary of the Meeting – Olena Sichkovska-Chornobyl