DEED OF FORMATION

Foundation Human Security Collective with its corporate domicile in The Hague

dated December 10, 2012

FORMATION OF A FOUNDATION

(Foundation Human Security Collective)

On this tenth day of December two thousand and twelve

appeared before me, Jacobus Henricus Maria Grijmans, LLM, a civil-law notary practicing in The Hague, the Netherlands: Ms. Rosane Madeleine Charlotte Vanoverschelde-Seys, choosing as her address for service the office of Notariskantoor Grijmans | Dierckxsens, at the address: Bezuidenhoutseweg 237-239, 2594 AM The Hague, born in Diksmuide (Belgium) on the eighteenth of June nineteen hundred and fifty-six, acting for the purpose of this document with written power of attorney from:

- Mr. <u>Reinaldus Bernardus Maria **Grotenhuis**</u>, living at Albert Neuhuysstraat 26, 3583 SX Utrecht, the Netherlands, born in Arnhem, the Netherlands, on the sixteenth of January nineteen hundred and fifty-one (holder of the passport with number NVKLJ97J3, issued in Utrecht on the tenth of June two thousand and ten), married to Mrs. Inge Paula Henriëtte Maria Scheijmans;
- 2. Mr. Peter van Tuijl, living at Stevinstraat 58 A, 2587 EM The Hague, born in Voorburg, the Netherlands, on the sixth of June nineteen hundred and fifty-eight (holder of the passport with number NXF97JLJ2, issued in The Hague on the twenty-second of December two thousand and eight), married to Mrs. Dewi Tazkirawati Suralaga.

Definitions

The following definitions will be used in this deed:

founder 1: Mr. R.B.M. Grotenhuis, under 1 above;

founder 2: Mr P. van Tuijl, under 2 above; **the founders:** founder 1 and founder 2 jointly;

unless these definitions are explicitly deviated from or if other conclusions must or can be drawn from the text and substance of the deed, or the context hereof.

Powers of attorney

The powers of attorney granted to the person appearing are evidenced by two (2) private powers of attorney, which will be appended to this deed.

The person appearing declared that, by this deed, she formed a foundation on behalf of the founders and, to that end, adopted the following articles:

NAME AND DOMICILE

- 1. The name of the foundation is: Foundation Human Security Collective.
- 2. It has its domicile in the Municipality of The Hague.

OBJECTS

Article 2

- 1. The objects of the foundation are to reduce violence in conflict zones by promoting the practice of Human Security and by allowing citizens to influence national and international security policy; and furthermore everything that is directly or indirectly related thereto or may be conducive thereto, all in the broadest sense.
- 2. Among other things, the foundation tries to realize its objectives by:
 - a. facilitating and developing an international social network for Human Security;
 - strengthening grassroots capacities to counter violent extremism and radicalization;
 - c. channeling knowledge, expertise and practical experiences from the local context to policymakers and interest groups in society;
 - d. offering a platform to bring representatives of local communities into contact with policymakers to validate, supplement and support the work of governmental and intergovernmental organizations and policymakers.
- 3. The foundation does not aim to make a profit.
- 4. The foundation operates worldwide.

CAPITAL

Article 3

- 1. The foundation's capital will be formed by:
 - a. gifts, testamentary dispositions and legacies;
 - b. grants and donations;
 - all other acquisitions and income.
- 2. Testamentary dispositions may only be accepted under the benefit of inventory.
- Neither a natural person nor a legal entity may dispose wholly or partially of the capital of the foundation as if it were their own capital within the meaning of Section 1a of the Dutch State Taxes Act.

BOARD

Article 4:

- 1. The board of the foundation consists of at least three (3) members and will for the first time be appointed by means of this deed.
 - With due observance of the provisions of the previous sentence, the number of members will be set unanimously by the board.
- The board (with the exception of the initial board, whose members will be appointed to their positions) will choose a chairman, secretary and treasurer from its midst. The offices of secretary and treasurer may also be fulfilled by one person.

- 3. A board member will be appointed for a period of two (2) years. Retiring board members will be eligible for consecutive reappointment twice. Anyone who is appointed to fill an interim vacancy will take the place of their predecessor in the retirement schedule.
- 4. If one or more vacancies arise on the board, the remaining board members will unanimously (or the only remaining board member will) fill the vacancy within two months after the vacancy has arisen by appointing one (or more) successor(s).
- If, for any reason whatsoever, one or more members of the board are absent, the remaining board members, or the only remaining board member, will nevertheless constitute a quorum.
- 6. It will not be permitted to award the board members remuneration, with the exception of an attendance fee that can be regarded as reasonable and not excessive, within the meaning of Section 1a of the Implementing Regulations to the Dutch State Taxes Act or regulations superseding them.
 - An allowance for the reasonable expenses incurred by a board member in the fulfillment of their board duties will be allowed.
- 7. Persons employed by the foundation or persons who otherwise work directly for the foundation will not be eligible for appointment as board member.

BOARD MEETINGS AND BOARD RESOLUTIONS

- 1. Board meetings will be held in The Hague, unless the board resolves otherwise.
- 2. At least one meeting will be held each calendar year.
- 3. Meetings will furthermore be held when the chairman deems such desirable or if one of the other board members makes a written request to that effect to the chairman, accurately stating the subjects to be discussed. If the chairman does not comply with such a request, in such a manner that the meeting can be held within three weeks of the request, the person making the request will be authorized to convene a meeting with due observance of the required formalities.
- 4. Except as provided for in paragraph 3, the meeting will be convened by the chairman at least seven days in advance, not counting the day on which the meeting is convened and that on which the meeting is held, by means of notices convening a meeting.
- 5. Apart from the time and location of the meeting, the notices convening a meeting will state the subjects to be discussed.
- If the officer in question agrees, notice of the meeting may be given by means of a legible and reproducible message that is sent electronically to the address communicated by them to the foundation for this purpose.

- Board meetings may be participated in and votes in board meetings may be cast by an electronic means of communication if stated in the notice convening the meeting.
- 7. Legally valid resolutions may be adopted in a board meeting on all subjects on the agenda as long as all board members in office are present, provided that this is done unanimously, even if the provisions prescribed by the articles for convening and holding meetings have not been observed.
- 8. The meetings will be chaired by the chairman of the board; in their absence the meeting will appoint its own chairman.
- 9. The secretary or one of the other persons who are present and who is requested to do so by the chairman will keep minutes of the proceedings at the meetings. The minutes will be adopted and signed by the persons who acted as chairman and secretary of the meeting.
- 10. The board may adopt valid resolutions at the meeting only if the majority of the members in office are present or represented at the meeting.
 A board member may be represented at the meeting by a fellow board member upon submission of a written proxy, to the satisfaction of the chairman of the meeting. A board member may act as proxy holder for only one fellow board
- member. The requirement that the proxy is set out in writing is met if the proxy is recorded electronically.11. The board may also adopt resolutions without holding a meeting, provided that all board members have been given the opportunity to express their opinion in writing
- or electronically in a legible or reproducible manner. A record of a resolution adopted in such a manner will be made by the secretary, which will be co-signed by the chairman and added to the minutes, together with the responses received.
- 12. Every board member will be entitled to cast one vote.
 All board resolutions will be adopted unanimously.
- 13. All votes at the meeting will be cast orally.
- 14. If stated in the notice convening the meeting, each officer will be authorized to participate in, to address and to exercise the right to vote in the board meeting, in person or represented by a person holding a written proxy, by an electronic means of communication, provided that the officer can be identified, can directly observe proceedings at the meeting and can participate in the deliberations via the electronic means of communication.
- 15. The board will be authorized to set conditions for the use of the electronic means of communication by way of regulations. If the board has made use of this authority, the conditions will be disclosed in the notice convening the meeting.
- 16. The opinion of the chairman pronounced at the meeting about the outcome of a vote will be decisive. The same applies to the contents of a resolution that has been adopted insofar as voting was on a motion that had not been set out in writing.

17. If the correctness of the chairman's opinion is challenged immediately after it has been pronounced, a new vote will be taken if the majority of the meeting or if a person who is present and entitled to vote so desires. This new vote will nullify the legal consequences of the original vote.

ADMINISTRATIVE AUTHORITY AND REPRESENTATION

Article 6

- 1. The board is charged with the foundation's management.
- 2. The board will be authorized to enter into agreements to buy, dispose of or encumber property subject to registration.
- 3. The board will not be authorized to resolve to enter into agreements under which the foundation commits itself as surety or joint and several debtor, warrants performance by a third party or provides security for a debt of a third party.

Article 7

- 1. The board will represent the foundation at law and otherwise.
- 2. The authority to represent will also be vested in two board members acting jointly.

END OF BOARD MEMBERSHIP

Article 8

Board membership will end:

- a. upon the death of a board member;
- b. by retirement by rotation;
- c. if a member of the board loses the right to dispose of their property;
- d. if the board member resigns in writing (retires);
- e. in case of dismissal pursuant to Section 2:298 of the Dutch Civil Code;
- f. in case of removal from office by the board on the basis of a unanimous resolution by all other officers, without there being any vacancies on the board.

FISCAL YEAR AND ANNUAL REPORT AND ACCOUNTS

- 1. The foundation's fiscal year coincides with the calendar year.
- The books of the foundation are closed at the end of each fiscal year.On the basis thereof, the treasurer will prepare a balance sheet and a statement of
 - income and expenditure for the fiscal year that has ended, which annual report and accounts will be submitted to the board within six months after the end of the fiscal year.
- 3. The annual report and accounts will be adopted by the board.
- 4. The foundation must organize its accounts in accordance with the requirements of the Tax and Customs Administration for Public Benefit Organizations within the meaning of Section 1a of the Implementing Regulations to the Dutch State Taxes Act. From the records of the foundation, it must in any case be possible to clearly deduce the financial position of the foundation as well as everything that relates to the actual activities of the foundation.

REGULATIONS

Article 10

1. The board will be authorized to draw up one set or several sets of regulations that provide for subjects not included in these articles.

The board will in any event lay down in regulations:

- the up-to-date policy plan that provides insight into the activities to be carried out by the foundation, the manner of fundraising, the management of the capital of the foundation and the manner in which it is spent, all this within the meaning of Section 1a of the Implementing Regulations to the Dutch State Taxes Act;
- the purpose for which the capital of the foundation is held, as well as a substantiation of the size of that capital, all this within the meaning of Section 1a of the Implementing Regulations to the Dutch State Taxes Act.
- 2. Regulations may not be in violation of the law or these articles, and may not be in violation of the criteria required to qualify for recognition as a Public Benefit Organization by the Dutch Tax and Customs Administration.
- 3. The board will be authorized to amend or revoke the regulations at all times.
- 4. The provisions of Article 11.1 will apply to the adoption, amendment and revocation of the regulations.

AMENDMENT TO THE ARTICLES

- The board will be authorized to amend these articles. The resolution to that effect must be adopted in a meeting at which all board members are present or represented, without there being any vacancies on the board, all this with due observance of the provisions of Article 5.11.
 - If not all board members are present or represented at this meeting, the board will convene a second meeting no later than within fourteen days of the first meeting, in which resolutions may be adopted, provided that this is done by a majority of the votes as referred to above, regardless of the number of board members who are present or represented.
- 2. The amendment must be effected by notarial deed, subject to being declared void. Each board member will be independently authorized to have this deed executed.
- 3. The members of the board will be authorized to make an officially certified copy of the amendment as well as the amended articles available for inspection at the office of the commercial register kept by the Chamber of Commerce and Industry in whose area the foundation has its domicile.

DISSOLUTION AND LIQUIDATION

Article 12

- 1. The board will be authorized to dissolve the foundation. The provisions of Article 11.1 will apply to the resolution to be adopted to that effect.
- 2. The foundation will continue to exist after its dissolution to the extent necessary for the liquidation of its assets.
- 3. The liquidation will be carried out by the board.
- 4. The liquidators will ensure the foundation's dissolution is entered in the register referred to in Article 11.3.
- 5. During the liquidation process, the provisions of these articles will remain in effect to the extent possible.
- Any credit balance of the dissolved foundation will be used for the benefit of an institution as referred to in Section 5b of the Dutch State Taxes Act that has a similar objective.
- 7. After the liquidation has come to an end, the books and documents of the dissolved foundation will remain in the custody of the youngest liquidator for seven years.

CONCLUDING PROVISION

Article 13

The board will decide in all cases for which neither the law nor these articles provide.

TRANSITIONAL PROVISION

Article 14

In conclusion, the person appearing, acting in her said capacity, declared as follows:

- a. that, contrary to the provisions of Article 4.1, the board of the foundation consists of two (2) officers, and that the following persons will for the first time be appointed as officers of the foundation:
 - 1. Mr. <u>R.B.M. Grotenhuis</u>, the person appearing under 1 above, in the capacity of chairman:
 - 2. Mr. P. van Tuijl, the person appearing under 2 above, in the capacity of secretary;
- b. that the board will be expanded by the appointment of an additional (third) officer in the course of the first quarter of the year two thousand and thirteen;
- that up to the moment of the appointment of this third officer, the board will nevertheless perform all duties of the board and will constitute a quorum;
- that this provision loses its effect at the time of the appointment of the above additional officer;

The person appearing also declared:

- a. that the foundation's address is: Lutherse Burgwal 10, 2512 CB The Hague;
- b. that the foundation's first fiscal year will end at the end of December two thousand and thirteen.

FINAL CLAUSES

The person appearing is known to me, the civil-law notary, and her identity has been established by me, the civil-law notary, based on the document identified above and destined for such purpose.

IN WITNESS WHEREOF this deed was executed in The Hague on the date stated at the beginning of this deed.

After the substance of this deed had been communicated and explained to the person appearing, she stated that she had taken note of the substance of this deed in good time before its execution, that she did not require it to be read out in full and that she accepted the substance.

After its limited reading, this deed was signed by the person appearing and by me, the civil-law notary.

(Signatures of the person appearing and the civil-law notary)

ISSUED AS A TRUE COPY

[stamp of civil-law notary] [signature]