

Articles of Association and Bylaws of "iF Industrie Forum Design e. V."

Article 1. Name and registered office of the Association

1. The name of the Association is "iF Industrie Forum Design".
2. iF Industrie Forum Design is listed in the Register of Associations (*Vereinsregister*).
3. The Association's registered office is in Hannover, Germany.

Article 2. Object of the Association

The object of the Association is to support and gain acceptance for design as a link in the value chain and as a cultural component of society. The Association considers the targeted design of products, public and private living spaces, and user-friendly software applications as constituting its own civic and cultural mission. The Association aims to:

1. Recognize design achievements that help companies achieve their business goals and cement their economic success
2. Organize competitions, exhibitions, conferences, lectures, and other events
3. Issue publications to serve as the basis for discussions
4. Bolster the public's awareness of design
5. Provide a forum for objective dialogue on design-related issues.

The Association's activities give it a regional, national, and international presence.

Article 3. Financial year

The financial year corresponds to the calendar year.

Article 4. Membership

1. Any natural person or legal entity may become a member of the Association. Executive Management shall examine and decide on membership applications, which are to be submitted in writing. In cases where Executive Management is unsure, the Board of Management shall decide on whether to grant membership by means of a simple majority vote. The Association is not required to justify a negative decision on membership.
2. In addition to members, the Association also consists of honorary members. Honorary members are individuals who have been particularly meritorious in their support of "iF Industrie Forum Design". They may be elected to honorary membership by way of a unanimous resolution passed at the General Meeting. They are not entitled to vote at the General Meeting.
3. Membership shall end
 - a) Through resignation, which must be declared to the Association in writing. This declaration requires a minimum of three months' advance notice before the end of the financial year, and takes effect at the end of the financial year.
 - b) By way of expulsion upon a unanimous resolution by the Board of Management.
 - c) At the time of a member's death.

Article 5. Official bodies

The Association's official bodies are:

1. The General Meeting
2. The Board of Management
3. Executive Management

Article 6. General Meeting

1. The General Meeting is responsible for:
 - a) Receiving the reports of the Board of Management and the independent auditors
 - b) Electing the Board of Management
 - c) Approving the actions of the Board of Management and the Executive Management
 - d) Changing the Articles of Association
 - e) Dissolving the Association
 - f) Using the Association's assets in the event that it should be dissolved
 - g) Using the annual profits or handling of any loss
 - h) Setting the annual membership fee
 - i) Electing honorary members
2. A regular General Meeting will be held annually. All members of the Association shall be invited to attend the General Meeting. The agenda of the regular General Meeting will, in particular, include reports on the preceding financial year, on the Association's financial statements, and on the results of the auditing of accounts.
3. General Meeting shall be called in writing by the Chairperson of the Board of Management, with a minimum of one week's advance notice and with such notice containing a meeting agenda. The agenda of the General Meeting is set by the Chairperson of the Board of Management or by another member of the Board of Management appointed by the Chairperson. Topics requested by individual members may be added to the agenda if the General Meeting gives its unanimous consent.
4. The Chairperson of the Board of Management may call an extraordinary General Meeting if an important reason exists for doing so. A meeting of this kind must be called if it has been requested in writing by at least one third of all members. Two day's advance notice is required. In urgent cases, invitations may be transmitted by telephone or fax.
5. General Meetings shall be presided over by the Chairperson of the Board of Management or, in the event that he or she should be prevented from doing so, by another member of the Board of Management appointed by the Chairperson.
6. A General Meeting that has been properly called has a quorum if, in addition to the individual presiding over the Meeting, at least three other members in possession of voting rights are present.
7. Each member has one vote at the General Meeting. Unless otherwise stipulated in these Articles, resolutions of the General Meeting shall be passed by way of a simple majority of those members present and entitled to vote. Passing a resolution on the appropriation of profit carried forward or the treatment of a loss requires a majority of 80 percent among the voting members present. Members entitled to vote may appoint a proxy to attend the General Meeting in their place, including a proxy voting right. In the of a tie, the deciding vote shall be cast by the individual presiding over the Meeting.
8. Urgent resolutions may be passed by round-robin procedure.
9. Resolutions on amendments to the Articles of Association shall require a three-quarters majority vote by the attending members who are eligible to vote.
10. Approved resolutions must be recorded in writing and signed by both the individual presiding over the Meeting and the keeper of the minutes. All members shall receive a copy of the minutes of the General Meeting.

Article 7. Board of Management

1. The Association's Board of Management consists of the Chairperson and a maximum of six other members. The members of the Board of Management will be elected by the members of the Association for a term of four years. They shall remain in office until new elections take place. Elections may be revoked at General Meetings for good cause.
2. The Association will be represented in and out of court by the Chairperson of the Board of Management, who shall be permitted to delegate a power of attorney to third persons in individual cases.
3. The Board of Management shall support Executive Management in the running of the Association and shall decide on all matters concerning the Association, providing that the right to such decision-making is not reserved by the General Meeting. The Board of Management may elect other individuals required to assume administrative tasks and will decide on all of the Association's income and expenditures.
4. At the General Meeting, the members will decide on special activities and related expenditures as presented by the Board of Management.
5. The General Meeting may provide the Board of Management with rules of procedure governing the Association's operation.

Article 8. Executive Management

The Board of Management shall appoint the executive management, which will be charged with executing the ongoing tasks of the Association in accordance with the guidelines issued by the Board of Management. Executive Management is authorized to make decisions on membership applications for new members. Executive Management shall inform the Board of Management about all significant matters affecting the Association. Executive Management shall follow all instructions issued by the Board of Management and shall consult the Board of Management in advance regarding all important matters.

Article 9. Membership fees

The annual membership fee will be set at the General Meeting and is currently as follows:

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|---------------------------------|--------------|
| - Companies: | €600 minimum |
| - Designers and design studios: | €300 minimum |
| - Individuals: | €150 minimum |

Article 10. Auditing

Accounting control will be assigned to Deutsche Messe AG's auditing department or to an independent auditor. The results of auditing will be reported at the regular General Meeting.

Article 11. Dissolution of the Association

1. A resolution to dissolve the Association shall require a three-fourths majority vote by the members who are entitled to vote, provided that at least two thirds of the members entitled to vote are present at the General Meeting.
2. Upon dissolution or annulment of the Association or in the event that the current object of the Association should cease to be applicable, any assets exceeding the capital shares deposited by the members and the fair market value of non-cash capital contributions made by members shall go to a public corporation that will use the assets for cultural or community welfare purposes. Resolutions on the future application of such assets may only be acted upon subsequent to consent thereto by the tax authorities.
3. The General Meeting which resolves to dissolve the Association shall pass a resolution on the application of the Association's assets by way of a three-fourths majority vote.

Article 12. Profits, expenditures, accounting

1. Any profits produced by the Association shall be used exclusively for the tax-privileged purposes of these Articles of Association. Members shall not receive shares of profit, nor shall they, in their capacity as members, receive any other forms of bestowal from Association funds.
2. No individual may be favored by receiving disproportionately high remuneration for administrative tasks not in keeping with the object of the Association.
3. Proof that the Association's funds are being used properly shall be guaranteed by way of adequate and orderly accounting procedures.

Hannover, June 5, 2008

Ernst Raue
Chairman