Charter of the Academic Society for Competition Law (ASCOLA) e.V.

This version was adopted by the General Assembly on 3 July 2026. This is a translation of the official German version of the Charter.

§ 1 Name, Legal Form, Registered Office, Fiscal Year

1. The association shall bear the name *"Wissenschaftliche Gesellschaft für Kartellrecht – Academic Society for Competition Law (ASCOLA) e.V."*. It is established as an association under German law and entered into the register of associations.
2. The registered office of the Association is in Munich.
3. The fiscal year is the calendar year.
4. The following terms are defined as follows:
    a. The "**Advisory Board**" supports, in particular through advice, the work of the ExCo, pursuant to § 11 of this Charter.
    b. The "**Advisory Board Nominating Committee**" nominates candidates for the Advisory Board, pursuant to § 11 of this Charter and Article 5 of the By-laws.
    c. The "**By-laws**" are the by-laws accompanying this Charter.
    d. The "**Executive Committee**" or "**ExCo**" conducts the affairs of the Association, pursuant to this Charter (particularly its § 8) and its By-laws.
    e. The "**Honorary Board**" comprises, pursuant to § 12 of this Charter, members who have rendered exceptional service to the Association, including long-serving Advisory Board members and former members of the ExCo.

§ 2 Purpose, Activities, Charitable Status

1. The purpose of the Association is the promotion and academic study of national, supranational, and international competition law. It aims to foster cross-cultural legal and economic discussions on the goals, content, and development of competition law worldwide, especially through conferences, working meetings, working groups, national and regional chapters and development of publications and other communications (referred to as "Association activities"). The Association supports the publication of scientific papers in connection to its activities and may publish or support other academic studies. It does not represent professional or industry interests. The Association also promotes discussion about and guidance on good academic practices.
2. The Association pursues exclusively and directly charitable purposes in accordance with the German tax code. It is selfless and not aimed at profit-making.
3. Funds may only be used for purposes in accordance with this Charter. Members receive no financial benefits from association funds. No individual may be favoured through expenditures unrelated to the Association's purpose or through disproportionately high compensation.
4. In the event of dissolution or cessation of the Association's purpose, its assets shall go to the *Deutsche Gesellschaft für Internationale Zusammenarbeit (GIZ) GmbH* in Eschborn, Germany, to be used solely for charitable purposes.

§ 3 Membership and Affiliation

1. Any natural person who has completed a degree—preferably in economics or law—can become a member of the Association. More detailed membership criteria are set out in the By-laws.

2. Membership of the Association is either ordinary or honorary. Ordinary members include regular members and junior members. The status of ordinary and honorary memberships is ordered in the By-laws.

3. Affiliated persons or entities may include natural persons, legal entities, and other associations and academic or non-profit institutions.

§ 4 Admission to Membership and Conferral of Affiliated Status

1. Ordinary membership according to § 3(2) requires a written application to the ExCo. Admission to ordinary membership is decided by the ExCo in accordance with Article 2 of the By-laws. Regular members are admitted on a permanent basis, so long as they satisfy the membership criteria set out in § 3 of this Charter and the By-laws, and junior members are admitted on a limited time basis.

2. Honorary membership may be awarded by the General Assembly, on the ExCo's recommendation.

3. The status of affiliated person or entity according to § 3(3) requires a written application to the ExCo. The ExCo decides whether to confer affiliated status to such person or entity.

§ 5 Suspension and Termination of Membership

1. Membership ends through death, resignation, or expulsion.

    a. Resignation must be declared in text form to the ExCo, to become effective only at the end of the respective financial year. Notice needs to be received by ExCo at the latest one month before the end of the respective financial year. The right to extraordinary cancellation of membership remains unaffected.

    b. The ExCo may expel from the Association a member who (i) no longer fulfils the membership criteria set out in § 3 of this Charter and the By-laws; (ii) has culpably and grossly violated the interests of the Association; or (iii) has not paid a fee according to Article 3 of the By-laws. The ExCo takes into consideration the pertinent provisions and guiding principles set forth in this Charter and the By-laws when making such decision. The member concerned is given the right to be heard, by way of written submission, before such decision is made. Reasons for the expulsion must be given in writing and sent to the member. Within one month of receiving the resolution, the member may apply to the ExCo for a decision at the next General Assembly. In this case, the decision lies with the General Assembly.

2. On the grounds set out in § 5(1)(b) of this Charter, the ExCo may, prior to an expulsion decision, suspend the membership of a member in order to give the member an opportunity to remedy the grounds for said decision.

3. For the avoidance of doubt, junior membership ends upon the expiration of junior membership status according to Article 2 of the By-laws or in accordance with § 5(1).

§ 6 Fees

1. The General Assembly authorises the ExCo to determine and adjust the type and amount of fees to be payable by members and to adapt them as circumstances may require. The ExCo

handles the fee structure in a transparent way and discloses it towards members, especially through the By-laws.

2. The ExCo must consider proportionality, individual financial capacity, and the Association's goals when determining the fee structure.

§ 7 Organs of the Association – Membership Requirement

1. The Association's organs are
   a. The Executive Committee (ExCo); and
   b. The General Assembly.
2. Anyone who is member of an Association organ, the Advisory Board, or the Honorary Board needs to be a member of the Association.

§ 8 The Executive Committee

1. The ExCo comprises at least three regular members, including the Chairperson, Vice-Chair, and Treasurer. The composition of the ExCo should reflect the international and interdisciplinary nature of the Association.
2. The Chairperson and the Treasurer each have individual power of representation. This power of representation is limited insofar that transactions worth more than EUR 5,000 require the approval of the ExCo, transactions worth more than EUR 45,000 require the approval of the General Assembly.
3. The ExCo manages the Association. Its duties include in particular:
   a. Calling and preparing general assemblies, and preparing the agenda;
   b. Executing resolutions of the General Assembly;
   c. Preparing the budget, running the accounts, draft the annual report;
   d. Membership administration, including decisions on the admission of new members and the collection and administration of relevant membership fees;
   e. Setting the location, time, and topics of association activities;
   f. Executing and supporting the execution of association activities, including the Annual Conference and the November Online Event Live (NOEL) event; and
   g. Issuing ancillary regulations (By-laws) such as rules of procedure and association guidelines.
4. The ExCo's liability towards the Association is limited to intent and gross negligence.

§ 9 Election and Term of the Executive Committee

1. The ExCo is elected by the General Assembly for a term of three years, beginning on the day of its election. In any event, the ExCo remains in office until a new ExCo is elected at the next ExCo election.
2. If an ordinary member so requests at the General Assembly, each member of the ExCo shall be elected individually. Only ordinary members of the Association are eligible for election to the ExCo.
3. Members of the ExCo may be re-elected, subject to the following limits. No person may serve on the ExCo for more than two consecutive terms (six consecutive years). A former member

of the ExCo who has reached this limit may stand for election again only after at least one full term has elapsed during which they did not serve on the ExCo, and they can be elected to the ExCo for one additional term only. By way of exception, the Chairperson may be re-elected once beyond this limit, even where this results in a total of nine rather than six consecutive years of service. This § 9(3) of the Charter applies to ExCo elections from and including 2027 onwards.

4. ExCo membership ends if the person ceases to be an ordinary member.
5. Vacancies on the ExCo may be filled by ExCo appointment for the remainder of the term.

§ 10 ExCo Meetings and Decisions

1. The ExCo passes resolutions by circular means or at meetings convened by the Chairperson or, if he/she is unable to do so, by the Vice-Chair. A meeting may be scheduled upon request by a member of the ExCo in lieu of a circulating resolution. Meetings can be held with physical presence or by way of virtual communication. A notice period of one week should be observed. The agenda does not need to be announced in advance.
2. A quorum requires the participation of a majority of the ExCo members. Decisions are made by simple majority. In case of a tie, the Chairperson (or the Vice-Chair, in case of the Chairperson's unavailability) has the deciding vote.

§ 11 The Advisory Board

1. An Advisory Board supports, in particular through advice, the work of the ExCo, as specified in Article 5 of the By-laws.
2. The General Assembly elects the members of the Advisory Board upon recommendation by the Advisory Board Nominating Committee, in accordance with Article 5 of the By-laws. Former Chairpersons of the Association serve, if they agree thereto, on the Advisory Board for at least one term of office.
3. The term of office for a member of the Advisory Board is three years commencing from the date of their election; re-election shall be possible once. This § 11(3) of the Charter applies to Advisory Board elections from and including 2028 onwards.
4. The General Assembly may, by resolution, remove a member from the Advisory Board on the grounds of and considering the matters set out in § 5(1)(b) of this Charter. Prior to such a resolution, the member concerned shall be given an opportunity to provide a statement. The removal is set forth in writing, stating the reasons, and is sent to the member.

§ 12 Honorary Board

1. The General Assembly elects members of the Association to the Honorary Board upon the recommendation of the ExCo. Membership generally is for those who have rendered exceptional service to the Association, including long-serving Advisory Board members and former members of the ExCo.
2. Honorary Board members are elected for a term of six years, provided they remain members of the Association for the duration of that term.
3. The General Assembly, by resolution, can remove a member from the Honorary Board if that member has culpably and grossly violated the interests of the Association. When making such a resolution, the General Assembly also considers the guiding principles set forth in Article 4 and the pertinent Annexes of the By-laws. Prior to this resolution, the member concerned is given an opportunity to provide a statement. The removal is set forth in writing, stating the reasons, and is sent to the member.

§ 13 General Assembly

The General Assembly takes care of the matters of the Association unless the Charter provides for a responsibility of the ExCo. Its competences include in particular:

1. Electing and removing ExCo members;
2. Electing and removing Advisory Board and Honorary Board members;
3. Approving the budget for the next financial year, accepting the annual report of the ExCo, and discharging the ExCo from liability (*Entlastung*) ; and
4. Changing the Charter and fundamental aspects of the By-laws, or dissolving the Association.

§ 14 Convening the General Assembly

1. The ordinary General Assembly should take place annually, if possible on the occasion of a conference of the Association. It can also take place by means of virtual communication. It is convened by the ExCo in text form, stating the agenda, with at least four weeks' notice. The notice period begins on the day following the dispatch of the invitation letter. The letter of invitation shall be deemed to have been received by the member if it was sent to the last address provided to the Association by the member in text form.
2. The ExCo shall set the agenda. Any member may request an addition to the agenda in text form up to two weeks before the meeting. The agenda may be amended and supplemented by resolution of the General Assembly.

§ 15 Extraordinary General Assembly

The ExCo may convene an extraordinary general assembly. It can also take place by means of virtual communication. It must be convened if the interests of the Association so require or if at least one fifth of the members request this in text form to the ExCo, stating the purpose and reasons for the extraordinary general assembly.

§ 16 General Assembly Resolutions

1. The General Assembly shall be chaired by the Chairperson or, if he/she is unable to attend, by the Vice-Chair, the Treasurer or another member of the ExCo. If no member of the ExCo is present, the General Assembly shall appoint the chair.
2. The General Assembly is quorate regardless of the number of members present if it has been duly convened.
3. Each ordinary member has one vote at the General Assembly. Another ordinary member may be authorised in writing to exercise this voting right. The authorisation must be issued separately for each General Assembly; however, one member may not represent more than three third-party votes.
4. The General Assembly generally passes resolutions with a simple majority of the valid votes cast; abstentions are considered invalid votes.
5. Amendments to the Charter require a majority of three quarters of the valid votes cast; the dissolution of the Association can only be resolved with nine tenths of the valid votes cast. A change to the purpose of the Association can only be resolved with the consent of all members.
6. In elections, the person who has received more than half of the valid votes cast is elected. If no one has received more than half of the valid votes cast, a run-off vote shall be held between the two candidates who have received the most votes. The candidate who has received the

most votes is then elected. In the event of a tie, the lot to be drawn by the chair of the meeting shall decide.

7. Minutes shall be taken of the resolutions of the General Assembly, which shall be signed by the respective secretary and the chair of the General Assembly.

§ 17 Language

All Association acts are carried out in English or German. Dealings with the registration, tax, and further authorities are conducted in a language officially recognised by the respective authority. In case of divergence between the English version of this Charter and its German version (the "Satzung" of the Association), the German version governs.

§ 18 Simplified Amendments to the Charter

The ExCo may amend the Charter by unanimous resolution until registration in order to eliminate objections from the registry court or—with regard to the intended charitable status—from the tax authorities, provided that this does not involve significant amendments to the Charter.

§ 19 Dissolution and Asset Allocation

1. The dissolution of the Association can only be decided at a General Assembly with a majority of nine tenths of the valid votes cast.
2. Unless the General Assembly decides otherwise, the Chairperson and the Vice-Chair are jointly authorised liquidators.
3. The assets available after the termination shall be transferred to the *Deutsche Gesellschaft für Internationale Zusammenarbeit (GIZ) GmbH* based in Eschborn, Germany, which must use them directly and exclusively for charitable purposes.
4. The above provisions shall apply accordingly if the Association is dissolved for any other reason or loses its legal capacity.

Charter as amended by the General Assembly on 3 July 2026