STATUTES

CHAPTERS

CHAPTER A
INCORPORATION – NAME – REGISTERED OFFICE - DURATION

Article 1
Name – Registered Office - Duration

A non-profit federation is hereby established fo indefinite duration under the name "Federation of Hellenic Information and Communication Technology Enterprises", with the distinctive title "SEPE", and with its registered office in Athens.

For the fulfilment of the Federation's objectives, the Board of Directors shall be permitted to decide upon the establishment and operation of branches, offices, and services of the Federation in cities other than its registered office, either in Greece or abroad.

Article 2
Objectives of the Federation – Means to achieve the objectives

I. The general objectives of the Federation are the safeguarding and promotion of the common interests of its Members and, more generally, of the Information and Communication Technologies industry and Digital Technology in general. The Federation is not an Employers' Organisation and does not have the authority or responsibility to draw up and execute Collective Labour Agreements.

II. The specific purposes of the Federation, indicatively listed below, are:
- (α) To promote, encourage, develop, coordinate, and safeguard the interests of its Members and of businesses in the industry in general, whose business activities involve the production, development, evolution, and distribution of hardware and software products, or the provision of services related to Information and Communication Technologies and, more generally, to Digital Technology. Furthermore, to promote cooperation among associations of Information and Communication Technology enterprises and Digital Technology enterprises, whose statutes provide that their Members are businesses established within a specific geographical region of Greece or abroad and operating within a defined thematic area of the ICT industry, with the aim of enhancing the competitiveness of the industry's enterprises and advancing digital technology to improve the business environment and foster entrepreneurship in Greece.
- (b) To promote research and development in all sectors and to encourage the dissemination of Information and Communication Technologies and Digital Technology in general.
- (c) To serve as a forum for the exchange of views among its Members and, at the same time, as a representative body of enterprises in the Information and Communication Technologies industry and Digital Technology in general. in Greece, in order to better present their positions and opinions on matters of interest to them.
- (d) To promote, encourage, strengthen, and safeguard the establishment and operation of enterprises engaged in Information and Communication Technologies and Digital Technology in general, as well as to foster cooperation between Universities, Technological Institutions and the enterprises of the industry.
- (e) To contribute to the quality upgrade of the products and services of its Members and of the industry.
- (f) To safeguard and secure the intellectual and industrial property rights relating to the products of its Members.
- (g) To protect the clients of its Members and of the industry, as well as the consumer public of the products and services of its Members, in terms of quality and reliability of the services provided and the products produced, by issuing relevant certificates, if deemed necessary, as will be determined in accordance with the procedure of the Regulations (Article 15 hereof).

(h) To design and implement, within the framework of its non-profit activity, training and/or educational programmes, either in person or remotely, as well as conferences and seminars for the professional development of the Members' executives, the industry in general, as well as other professional or social groups.

(i) To participate in international associations or Organisations pursuing similar objectives and to take part in national or international committees, councils, conferences, exhibitions, and events generally related to the objectives pursued by the Federation.

(j) To maintain a Register of enterprises operating in the Information and Communication Technologies sector and the Digital Technology Industry, where such Register is provided for by relevant legislation, and to issue certificates on behalf of its Members with duration, content, and other conditions to be determined by law or by decision of the Board of Directors approved by the General Assembly in accordance with the procedures set out in the Regulations (Article 15 of these Statutes).

(k) To organise events for its Members, including exhibitions.

(l) More generally, to undertake any event or action that may contribute to strengthening the relationships among the Members of the Federation and the Information and Communication Technologies sector and the Digital Technology industry, and to the promotion of the Federation's statutory objectives.

(m) To conclude programme contracts with entities of the public sector, the wider public sector, and/or the private sector for the fulfilment of its statutory purposes.

III. The Federation shall pursue the objectives referred to in the preceding paragraphs by any lawful and appropriate means. Such means may even include the filing of legal suits or interventions before the Courts on behalf of a Member or Members for the recognition of their rights or for the satisfaction of their claims, if it is procedurally permissible and if such action serves the interests of the industry.

IV. For the achievement of its objectives, the Federation may establish, within or outside Athens or even outside Greece, or participate in the establishment of other legal entities whose purposes are identical, similar, related or complementary to those of the Federation, by decision of the Board of Directors.

Article 3
Seal – Emblem

I. The Federation shall have its own seal, which shall bear the words "year of establishment 1995" together with the Federation's name.

II. The Federation shall have its own emblem, which shall be adopted by decision of the Board of Directors and shall be accompanied by the Federation's name.

CHAPTER B
MEMBERS OF THE FEDERATION

Article 4

I. The Members of the Federation are classified into: (a) Regular Members, (b) Special Members, (c) Associate Members, and (d) Honorary Members.

II. a. The Regular Members of the Federation are its founding Members as well as enterprises having their registered office or branch in Greece, lawfully operating in Greece, whose principal activity is the production, development, evolution, and distribution of hardware and software products in general, or the provision of services related to Information and Communication Technologies and Digital Technology in general, irrespective of whether they also engage in other activities, provided that they generate an annual turnover of at least fifty thousand

(50,000) Euros from such activity. If a Member fails to meet the above turnover threshold for two consecutive years, it shall be expelled by a Resolution of the Board of Directors, which shall be ratified by the next General Assembly of the Federation. The turnover requirement does not apply for a period of twelve (12) months from their registration in the case of subsidiaries or branches of Member enterprises that meet the above criterion. Furthermore, the turnover requirement does not apply to enterprises established up to two (2) years prior to the date of submission of their membership application. The Board of Directors, upon a Resolution taken within the framework of the Federation's promotional activities or for any other justified reason, may exempt start-up enterprises from the obligation to meet the above turnover threshold and/or from the obligation to pay the registration fee and/or may determine a special annual subscription for them for a period of up to three (3) years from their establishment. For the purposes of these Statutes, the term "enterprise" shall mean either a sole proprietorship or a legal entity.

(b) For an enterprise that meets the requirements of the preceding paragraph to become a Regular Member of the Federation, it must first submit an application to the Board of Directors, accompanied by a copy of its statutes and any amendments thereto, while simultaneously declaring in writing its full corporate name, the address of its offices, telephone numbers, its legal representative, the nature of its activities, as well as any other relevant information determined by the Board of Directors that demonstrates its active economic activity in the industry, and confirming that it unreservedly accepts the provisions of these Statutes, and that it is aware of them.

(c) Associations of enterprises operating in the Information and Communication Technologies sector or the Digital Technology industry may also become Special Members of the Federation, provided that their statutes stipulate that their members are enterprises having their registered office in a specific geographical region of Greece or operating within a specific thematic area of the ICT sector in Greece. The members of such Associations - Special Members of SEPE shall communicate with the bodies of SEPE exclusively through the appointed for SEPE representatives of the Association. Special Member Associations shall have the right to vote and to stand for election to the Federation's bodies, having one (1) vote in the General Assembly and in any other body in which they participate.

(d) For an Association that meets the requirements of the preceding paragraph to become a Special Member, it must submit a Membership Application to the Board of Directors, accompanied by a relevant decision of its General Assembly, while simultaneously declaring its full corporate name, the address of its offices, telephone numbers, the members of its Board of Directors, and its purpose, together with a copy of its current statutes, a list of its Members, and any other relevant information determined by the Board of Directors demonstrating that, under its statutes, its Members are enterprises from a specific geographical region or enterprises active in a specific thematic area of the ICT and Digital Technology sector, as well as its activities to date, and confirming that it unreservedly accepts the provisions of these Statutes. and that it is aware of them.

(e) Enterprises with a registered office or branch in the European Union, the European Economic Area, or the European Free Trade Association may also become Special Members of the Federation, provided that they lawfully operate in Greece and in at least two (2) other EU/EEA/EFTA countries, and that their principal activity is the production, development, evolution, and distribution of hardware and software products in general, or the provision of services related to Information and Communication Technologies and the Digital Technology industry in general, irrespective of whether they also engage in other activities, provided that they generate an annual turnover of at least ten million (10,000,000) Euros from such activity.

If such a Special Member fails to meet the above turnover threshold for two consecutive years, it shall be removed by decision of the Board of Directors, which shall be ratified by the next General Assembly of the Federation.

(f) The Board of Directors shall decide on the admission or non-admission of the applicant Member within two months from the submission of the application, with the ordinary quorum and the absolute majority of the Members present. It shall either accept the Membership Application or reject it with a reasoned decision and shall notify the applicant in writing. A Membership Application for Regular Members or Special Members that is accepted by the Board of Directors and is accompanied by payment of the relevant membership fees grants to the Member the right to vote at the next General Assembly for the election of the Board of Directors and the other bodies of the Federation, only if it has been submitted at least two months prior to the General Assembly and is accompanied by all supporting documents required under the preceding paragraph. For the admission or non-admission of applicants under Article 4 II.c, II.d, and II.e above, the Board of Directors shall decide with an increased quorum and a two-thirds (2/3) majority of all its Members.

(g) An applicant Member whose application has been rejected may submit a new application to the first General Assembly convened after the rejection.

(h) Associate Members of the Federation may be enterprises or entities that do not primarily engage in the professional activities of the Regular Members.

(i). The procedure for the registration of Special Members and Associate Members is the same as the procedure followed for the registration of Regular Members.

III. Honorary Members of the Federation may be proclaimed by a Resolution of the Board of Directors, which shall be ratified by the General Assembly, and may include individuals, organisations, companies, or enterprises that have rendered significant services to the Federation in the pursuit of its objectives. Honorary Members shall not be subject to any fees or contributions.

IV. Register of Members: The Federation shall maintain a special register of its Members (separately by category as set out above), which shall record, in sequential numbering, the name of each Member, its address, the nature of its activities, its year of establishment, and the date of its registration, as well as any other information determined by the Board of Directors.

Article 5
Rights and Obligations of Members

I. Each Regular and Special Member of the Federation shall have the right to attend, speak and vote at the General Assemblies, and to participate in all activities of the Federation, represented by one and only one individual (the so called "Authorised Representative"), whose name shall be notified to the Administration upon submission of the Membership Application. Each Honorary and Associate Member shall have the right to attend and speak at the General Assemblies without voting rights, also represented by a single Authorised Representative. The Authorised Representative must hold at least one of the following positions within the Member:

- Chair of the Board of Directors
- Vice-Chair of the Board of Directors
- Chief Executive Officer
- General Manager
- Member of the Board of Directors (for S.A. companies)
- Manager (for Ltd., General Partnerships, Limited Partnerships, Private Capital Companies)
- Entrepreneur (for individuals)
- Chair, Vice-Chair or Secretary-General of the Board of Directors (for Associations)

If the Authorised Representative ceases to hold the relevant position, the Member shall immediately appoint a replacement and notify the Federation in writing. If the Authorised Representative holds any position in the Board of Directors or other bodies of the Federation, he/she shall resign within fifteen (15) days unless, within that period, he/she acquires an equivalent position in another Member.

If no Authorised Representative has been appointed, the Legal Representative of the Member shall be deemed to be the Authorised Representative.

II. The Federation's Administration may, on the basis of duly justified objections, recommend the replacement of a proposed representative. The Board of Directors shall be obliged to reject any representative who does not hold one of the required positions.

III. The appointment of the Authorised Representative shall remain in force until written revocation or the appointment of a new Representative is received by the Federation's Administration.

IV. In the event of impediment or absence, the Authorised Representative may be temporarily replaced by another individual appointed by a special decision of the Member's Administration for a specified period. "Decision of the Administration" means:

(a) authorisation by the Legal Representative or a decision of the Board of Directors or General Assembly for S.A. companies;

(b) authorisation by the Legal Representative or decision of the Partners' Assembly for Ltd., General Partnerships, Limited Partnerships or Private Capital Companies;

(c) authorisation by the Entrepreneur for individuals;

(d) authorisation by the Board of Directors for Associations.

An individual appointed as an Authorised Representative of a Member may represent up to one (1) additional enterprise-Member.

An individual appointed as an Authorised Representative of an Association may not represent any other Member.

An individual who does not hold the positions listed in paragraph I may represent only one (1) Member.

Substitution shall not include the right to stand for election.

Article 6
Registration Fee – Annual Membership Subscription

I. Any enterprise or Association that becomes a Regular, Special or Associate Member of the Federation shall, together with its Membership Application, pay to the Federation's treasury the registration fee, as duly specified for enterprises (Regular, Special or Associate Members) and Associations by the Board of Directors of SEPE. If the Membership Application is not accepted in accordance with the above, the amount shall be returned without interest.

II. If the application is accepted, the Member shall, within ten (10) days from its notification, pay the proportion of the subscription corresponding to the remaining months of the year (i.e., twelfths of the annual subscription). The capacity of being a Member of the Federation, with all rights and obligations arising therefrom, is acquired only upon payment of the first annual subscription (or the relevant proportion thereof as above).

III. Within the first quarter of the year following registration, and for each subsequent year, every Member shall pay its annual subscription to the Federation's treasury.

IV. The amounts of the registration fee and the annual subscription for Regular, Special and Associate Members is specified by a Resolution of the Board of Directors of the Federation, adopted by an enhanced majority of at least three-fifths (3/5) of all Members of the Board of Directors. This decision shall be approved by the next General Assembly of the Federation, which shall also determine the date on which it enters into force.

CHAPTER C
ADMINISTRATIVE BODIES

Article 7
Board of Directors

I. The Federation is managed by a Board of Directors composed of nine (9) elected Members.

II. The Members of the Board of Directors are elected by the Annual General Assembly of the Federation by secret ballot every two (2) years.

III. The Members are elected for a period of two (2) years. Members whose term expires may always be re-elected.

IV. Following its election by the General Assembly, the Board of Directors shall convene in a special meeting, called within fifteen (15) days by the Member who received the highest number of votes. In this meeting, the Board of Directors elects by secret ballot, from among its Members, the President, the First Executive Vice-President, the Second Vice-President, the Secretary-General, the Special Secretary and the Treasurer. Each Member may hold only one of the above offices.
In the event that there are no candidates for a specific position, the corresponding duties may be assigned to a Member already elected to another office. Elections are conducted in the order listed above, separately for each office, beginning with the President. Members who are not elected to one office may stand for any subsequent office without restriction.
The position of President is filled by the Member who secures an absolute majority of the Board (five votes) in a single ballot. If an absolute majority is not achieved, the position is assigned to the Member who received the highest number of votes in the General Assembly. In case of a tie, the result is determined by lot among the tied Members.

V. If, for any reason, the General Assembly does not elect all Members of the Board of Directors, the Board of Directors may still function lawfully provided that the remaining Members meet the quorum requirement provided for in article 7, paragraph VI of the Articles of the Federation.
If a Member resigns, dies or is relieved of its duties during his/her term, the vacancy is filled for the remainder of the term by the first runner-up from the most recent Board of Directors election. If no Alternates exist, the next General Assembly (Ordinary or Extraordinary) elects a replacement for the remainder of the term.
If a Member is absent from three consecutive meetings of the Board of Directors, the Secretary-General shall refer the matter to the Disciplinary Committee within five (5) days, with the question of removal and replacement by the first runner-up. The Disciplinary Committee must issue a reasoned decision within seven (7) days. Its decision is binding on the Board of Directors and may only be reviewed by the next General Assembly, which may overturn it.
The Disciplinary Committee may order temporary replacement of the Member for special reasons (e.g. temporary health issues or absence). After the temporary replacement period, the returning Member resumes the seat of the temporary substitute but not the office previously held. If the Member does not return after the temporary replacement period (either by declaration or by failing to participate in the first meeting of the Board of Directors, in which he/she is invited to participate), he/she is permanently removed.
If, during a temporary replacement, another permanent vacancy arises, the first runner-up (already serving temporarily) becomes the permanent replacement, and the second runner-up becomes the temporary substitute.
If the outgoing Member held an office other than simple Member, the Board of Directors shall repeat the election procedure of article 7, paragraph IV exclusively for that position. If the Member elected to fill that office previously held another position and resigns from his/hers previous position, the

Board of Directors, in the same meeting, repeats the procedure of article 7, paragraph IV, again, to fill the newly vacated position.
All actions are carried out under the responsibility of the President and recorded in the minutes under the responsibility of the Secretary-General.

VI. The Board of Director has quorum and meets validly whenever at least five (5) Members are physically present. Decisions are taken by absolute majority of those present. In case of a tie, the presiding Member's vote prevails. A Member may authorise another Member to represent him/her, provided that each Member may represent only one other Member and quorum cannot be achieved through proxies.

VII. The Board of Directors meets regularly once per month or extraordinarily upon invitation by the President. The President must convene the Board of Directors if requested by at least four (4) Members.

VIII. The place and time of each meeting, ordinary or extraordinary, are stated in the invitation.
Meetings may also be held by teleconference, by analogy with the relevant provisions of Law 4548/2018, which concern meetings of Boards of Directors of Public Limited companies. In this case, all rules on quorum, majority and signing of minutes equally apply, provided that they do not conflict with any legislative provision that may apply to these Board of Directors meetings.
The Board of Directors may also take valid decisions without a meeting if all Members agree in writing and the decision is recorded in the minutes of the Board of Directors.

IX. Minutes of the meetings are kept. They are signed by the President (or the presiding Member) and by the Secretary-General or the Treasurer.

Article 8
Responsibilities of the Board of Directors

I. The Board of Directors decides on every matter relating to the administration of the Federation or the management of its assets, unless otherwise provided by Law or by these Statutes.

II. The President of the Board of Directors represents the Federation before any Public, Judicial or Ecclesiastical Authority and any other Legal Entity, convenes the Board of Directors by notifying the Members of the agenda at least twenty-four (24) hours prior to the meeting, presides over and directs the discussion during Board of Directors meetings, and co-signs with the Treasurer every document relating to receipts or payments. When the President is absent or unavailable, he/she is replaced by the First Executive Vice-President, and if he/she is also unavailable, by the Second Vice-President, and if he/she is also unavailable, by the Member appointed by the Board of Directors by a relevant decision.

III. The First Executive Vice-President is entrusted with all executive duties of the Federation and the needs of its internal procedures and operations. He/she may also co-sign with the Treasurer, in place of the President, any collection or payment document for ordinary and recurring administrative transactions necessary for the smooth operation of the Federation.

IV. The Second Vice-President coordinates the convention of committees established by the Board of Directors, proposes the creation of new committees or the dissolution of existing ones, guides newly established committees during their initial period of operation and generally ensures the smooth execution of their work, supporting the Board of Directors Members, who have thematic responsibility for each committee.

V. The Secretary-General prepares the minutes of the Board of Directors meetings and maintains the books and records required by law and by the Federation. He/she signs the minutes along with the presiding Member and communicates them to all Board of Directors Members. He/she also serves as the regular liaison between the Board of Directors and the administrative staff of the Federation, supervising their ongoing activities. When the Secretary-General is absent or unavailable to act, he/she is replaced by the Special Secretary and, if he/she is also unavailable, by the Member designated by the Board of Directors.

VI. The Special Secretary coordinates, in cooperation with the President or, upon authorization by him/her, with the First Executive Vice-President, the Federation's communication and promotion activities, oversees its publications, and carries out specific tasks assigned to him/her by the Board of Directors. He/she is also responsible for maintaining the Register of ICT and Digital Technology Enterprises, when such register is established.

VII. The Treasurer maintains the books, records and accounts of the Federation and carries out current financial transactions in collaboration with the President. Payment and receipt orders are signed by the President (or the First Executive Vice-President) and the Treasurer.

VIII. a. The Treasurer must maintain all books and records required by applicable legislation.

b. The Treasurer also maintains, in the name of the Federation, an account in a Bank legally operating in Greece or in another Institution designated by the Board of Directors, depositing any cash balance exceeding one thousand (1,000) euros.

c. In case of absence or unavailability, the Treasurer is replaced by the Secretary-General, and if he/she is also unavailable, by the First Vice-President.

IX. The President and the Treasurer may jointly authorise other persons, whether Members of the Board of Directors or not, to conduct financial transactions on behalf of the Federation.

X. By decision of the Board of Directors, responsibilities or supervisory duties of the Committees may be assigned to all Members of the Board of Directors, in order to facilitate the promotion of its work.

XI. The Board of Directors may also assign powers or duties to third parties, whether or not Members of the Board of Directors, including executives, employees or associates of the Federation.

Article 8a
Committee of Regional and Thematic Associations

I. The Board of Directors shall be assisted by the Committee of Regional and Thematic Associations, which shall consist of 3 to 7 members and shall be composed by the President of the Board of Directors, the First and Second Vice-Presidents of SEPE, and the Presidents of the Member-Associations of SEPE, who are notified to SEPE by the Member-Associations. These representatives of the Member-Associations shall hold the title of Vice-Presidents of the Committee of Regional and Thematic Associations of SEPE. The Committee shall be chaired by the President of the Board of Directors of SEPE or by one of the Vice-Presidents. If the number of Member-Associations exceeds the number of available seats on the Committee as provided in this Article, the number of Committee members shall be increased accordingly by decision of the Board of Directors of SEPE, ratified by the next General Assembly, so that one Committee member corresponds to each Member-Association of SEPE.

II. Members of the Committee of Regional and Thematic Associations who do not hold the capacity of Member of the Board of Directors of SEPE shall have the right to attend the Board of Directors meetings without voting rights.

III. The Committee of Regional and Thematic Associations shall coordinate the activities of the Member-Associations of SEPE with the aim of maximising their synergies with SEPE, processes and brings to the Board of Directors issues that concern them and advises the Board of Directors of SEPE on issues of general interest to the ICT sector.

IV. The issues of establishment and operation of the Committee of Regional and Thematic Associations as an advisory body to the Board of Directors shall be regulated by the Federation's Committee Regulations, according to which the Committees do not bind the Federation towards third parties.

Article 9

General Assembly

I. The supreme body of the Federation is the General Assembly of its Members. It is convened by the Board of Directors with an individual invitation addressed to the Authorised Representative of each Member, specifying the date, place and agenda of the meeting, at least twenty (20) days prior to the meeting, unless it is an extraordinary meeting, in which case the invitation may be sent at least seven (7) days before the day of the meeting. The invitation may be delivered by registered mail, by personal delivery, by email or by any other method that proves that the recipient has received it.

II. The General Assembly is in quorum when more than half (1/2) of all its Members who are in good standing towards SEPE and possess voting rights are present and decides on all matters within its jurisdiction with the absolute majority of the Members present.

III. All Regular, Special, Associate and Honorary Members who are financially up to date may participate in the General Assembly, either in person or by proxy as defined in Article 5, paragraph IV of these Statutes.

IV. The General Assembly elects the Board of Directors, the Disciplinary Committee and the Audit Committee, approves the budget and the financial statements of the Federation together with the accompanying audit report, appoints liquidators, decides—according to the Statutes —on the admission, transfer or expulsion of Members, approves Regulations and amendments of the Statutes. It exercises all duties provided by law and the Statutes and may decide on any matter of the Federation brought before it.

The right to be elected is limited to Members who have become members by December 31st of the year preceding the General Assembly that elects the Board of Directors and the other bodies.

Each Member may submit candidacy for only one body of the Federation: i.e. either for the Board of Directors, for the Audit Committee or for the Disciplinary Committee.

V. Subject to the provisions of this Article, if a quorum is not reached and a decision cannot be taken as provided for in paragraph II, the General Assembly shall be convened within two (2) weeks without the need to send a new notice to the Members. The General Assembly shall then be deemed to be in quorum regardless of the number of Members present and shall take its decisions by an absolute majority of those present.

VI. A convention of an Extraordinary General Assembly may be requested by one eighth (1/8) of the Regular Members who are in good standing towards SEPE, by a written request to the Board of Directors, which will also determine the items on the agenda. In this case, the Board of Directors is obliged to convene the General Assembly within thirty (30) days from the above request.

VII. Only Regular and Special Members of the Federation have the right to vote, provided that they have fulfilled their financial obligations by the beginning of the General Assembly and, in any case, before their registration on the electoral register. The financial settlement may be completed until the closing of the electoral register.

VIII. Candidates for Membership of all bodies of the Federation may only be Authorised Representatives of financially settled Regular and Special Members of the Federation.

IX. The elections for the designation of the members of all bodies of the Federation take place after the conclusion of the Ordinary General Assembly by a three-member Electoral Committee, of which two Members (with an equal number of alternates) are elected by the General Assembly. The Electoral Committee is chaired by a judicial representative or lawyer appointed by the Bar Association of the Federation's Registered Office, who acts as the third Member, under the care and responsibility of the Board of Directors.

The electoral register is finalised after the election of the Electoral Committee, specifically within 30 minutes of its election and provided that there are no other Members waiting to be registered to the electoral register. The closing of the register is verified by the President of the Electoral Committee.

X. For the election of the Federation's elected bodies, the ballot of candidates is unified as follows:

a. For the Board of Directors, each voter may cast up to three (3) preference votes.
In the event of a tie in the last position, the result shall be determined by drawing lots.

b. For the Audit Committee, each voter may cast up to two (2) preference votes.
The first three (3) candidates are elected and the next three (3) are designated as alternates.
In the event of a tie for the last position, the result is determined by drawing lots.

c. For the Disciplinary Committee, each voter may cast up to two (2) preference votes.
The first three (3) candidates are elected and the next three (3) are designated as alternates.

d. If the number of preference votes for any elected body exceeds the permitted number, the preference votes for that body are not counted, but the ballot remains valid and does not affect the election of the other bodies.

CHAPTER D
RESOURCES OF THE FEDERATION

Article 10
Resources of the Federation

I. The resources of the Federation shall consist of:
   (a) the registration fee of Regular, Special and Associate Members;
   (b) the annual subscription of Regular, Special and Associate Members;
   (c) donations and voluntary or extraordinary contributions;
   (d) the net income remaining after deducting the expenses and cost of the various events of the Federation;
   (e) income from any other lawful activity of the Federation, including the arbitration fee under the Federation's arbitration regulations;
   (f) any other income approved by the Board of Directors;
   (g) income from the participation of the Federation in European or other programmes compatible with its purposes.

II. The assets of the Federation may not be used through the establishment of or participation in any for-profit enterprise.

III. The assets of the Federation may not be used for purposes other than those provided for in these Statutes.

IV. Inheritances, bequests and conditional donations shall be accepted only upon decision of the General Assembly.

V. Inheritances and bequests in favour of the Federation shall always be accepted "with the benefit of the inventory".

VI. Inheritances, bequests and donations made for a specific purpose shall constitute a separate fund of the Federation, and any income derived therefrom may be used exclusively in accordance with the terms set by the donor or testator.

VII. Donations to the Federation shall be made in the name of the donor.

CHAPTER E
FINANCIAL AUDIT OF THE FEDERATION

Article 11
Audit of the Federation's Financial Management

I. The regular audit of the Federation's financial management shall be carried out by the Audit Committee, consisting of three (3) elected Members.

II. The Members of the Audit Committee (Regular and Alternate) shall be elected by the Annual General Assembly by secret ballot every two years.

III. The Members of the Committee shall convene in plenary session within fifteen (15) days of their election. The Chair of the Audit Committee, who shall preside over its meetings and shall be responsible for the preparation of the Audit Report, shall be elected by the regular Members of the Committee. The provisions applicable to the Board of Directors shall apply mutatis mutandis to the Audit Committee.

IV. The Audit Committee shall continuously monitor and audit the financial management of the Federation, both in terms of legality and in terms of proper management of the Federation's assets by the Board of Directors. The annual report submitted to the Ordinary General Assembly shall include the Committee's findings. A separate section shall list the expenses incurred by the Members of the Board of Directors or the Federation for the representation and promotion of the purposes of the Federation.

V. By decision of the General Assembly, upon proposal of the Audit Committee, the audit of the Federation's books and records may also be carried out by one (1) or two (2) independent auditors elected by the same decision. These auditors shall submit a report with their findings, which shall be mandatorily included in the Annual Report of the Audit Committee.

VI. Auditors shall be graduates of the Athens University of Economics and Business or another recognised Higher School of Economics or recognised School of Accounting and shall also hold a Category A professional licence from the Economic Chamber of Greece or be an Auditing Firm that holds a valid licence and meets the legal requirements for auditing Public Limited Companies.

Article 12

Remuneration of the Members of the Board of Directors – Audit Committee – Disciplinary Committee

The office of Members of the Board of Directors, the Audit Committee and the Disciplinary Committee of the Federation is honorary and unpaid.

Members of the Board of Directors, the Audit Committee and the Disciplinary Committee cannot become salary paid employees of the Federation, and they cannot enter as natural persons into contracts with the Federation that involve remuneration for services, works or the provision of any other benefit to the Federation.

CHAPTER F
DISCIPLINARY CONTROL

Article 13

Definition and Exercise of Disciplinary Control

I. Any Member of the Federation — Regular, Special, Honorary or Associate— who opposes its goals and objectives, obstructs the implementation of decisions of the Board of Directors or the General Assembly, behaves in an inappropriate or incompatible manner with other Members or with the exercise of their profession or generally displays behavior that is incompatible with the dignity and interests of the Federation, the sector or its Members, shall be subject to disciplinary sanctions.

II. The disciplinary penalties, depending on the seriousness of the violation, shall be the following, in order:
   (a) written reprimand;
   (b) fine;
   (c) temporary suspension of membership;
   (d) permanent expulsion.

III. In all the above cases, the Member subject to disciplinary proceedings shall be summoned by the Disciplinary Committee to provide a written or oral explanation within twenty (20) days of the written notification of the disciplinary charge. Failure to appear or submit a written statement by the specified date shall not prevent the Disciplinary Committee from examining the case and imposing the appropriate penalty in the Member's absence.

IV. If the imposed fine is not paid within sixty (60) days of notification of the relevant decision, the penalty shall be converted into a temporary suspension of membership for a period ov ten (10) days to one (1) year.

Article 14
Disciplinary Committee

I. The body responsible for imposing the above disciplinary penalties is the Disciplinary Committee, consisting of three (3) elected Members, who are distinguished for their integrity and strict adherence to the principles of honest and proper professional conduct.

II. The Members of the Disciplinary Committee (Regular and Alternate) are elected by the Annual General Assembly by secret ballot every two years. The Committee is convened within fifteen (15) days of its election. The Chair of the Disciplinary Committee, who presides over its meetings, is elected by the Regular Members of the Committee. The provisions applicable to the Board of Directors shall apply mutatis mutandis to the Disciplinary Committee.

III. The Disciplinary Committee shall be convened by its President either ex officio or following a complaint by a Member of the Federation or following a referral of a matter by the Board of Directors. If the complaint concerns a Member represented by a Member of the Disciplinary Committee, this Member shall be excluded and lawfully replaced.
If there is no alternate Member, the Committee is completed by a Member of the Board of Directors selected by lot from among all the Members of the Board of Directors.

IV. The abrogation, reduction or increase of any disciplinary penalty shall be decided by the next General Assembly by a majority of two-thirds (2/3) of the Members present.

CHAPTER G
REGULATIONS

Article 15
Drafting and Approval of Federation Regulations

I. The Board of Directors may establish Committees and Working Groups consisting of Members of the Federation, which shall operate in an advisory capacity to support its work. It may also draft Regulations governing the professional relations of Members, containing general rules of conduct and ethics between Members, enterprises or consumers, as well as Regulations concerning the internal operation of Bodies and Committees.

II. The Regulations shall be approved by an absolute majority of the Members present at the General Assembly.

CHAPTER H
FINAL PROVISIONS

Article 16
Amendment of the Statutes – Dissolution of the Federation

Any amendment of the Statutes, as well as the dissolution of the Federation shall be decided by the General Assembly of Regular and Special Members by a majority of three-quarters (3/4) of the Members present who have voting rights and represent more than half of all Members of the Federation.

Article 17
Disposition of the Federation's Assets

In the event of dissolution, the assets of the Federation will not be distributed among its Members. Any remaining net assets, after the payment of debts and the settlement of all financial obligations shall be transferred to charitable institutions.

Article 18
Supplementary Application of Legal Provisions

Any matter not expressly regulated by these Statutes shall be governed by the relevant provisions of applicable laws.

Article 19. Bookkeeping

In addition to the Books and Records provided for in these Statutes, the Federation shall keep all books required by law. Any reference in these Statutes to the bookkeeping shall also include electronic record-keeping.

This document constitutes the Statutes of the Federation, approved by decision no. 1329/1995 of the Multi-Member Court of First Instance of Athens and registered under no. 19949 in the Register of Associations. It was subsequently amended by Resolutions 9/26-6-2000 and 11/26-5-2001 of the General Assembly, with the amendments approved by decision 8222/2001 of the Single-Member Court of First Instance of Athens; amended again by Resolution 14/1-7-2002 of the General Assembly, approved by decision 6910/2002; amended again by a Resolution of 2-6-2007, approved by decision 7351/2007; amended again by a Resolution of 27-6-2009, approved by decision 701/2010; amended again by a Resolution of 28-5-2013, approved by order 211/2013 of the Justice of the Peace of Athens; amended again by a Resolution of 28-5-2015, approved by order 137/23-06-2016; amended again by a Resolution of 7-7-2020, approved by order 118/2021; and finally amended by the Resolution of 5-7-2023.

Athens, 5-7-2023

The Chair of the General Assembly | The Secretary of the General Assembly