

On the basis of Articles 6 and 15 of the Cooperatives Act (ZZad) (Official Gazette of the RS, No. 13/92, 7/93, 13/93-ZP-G, 22/94, 68/95 Odl.US: U-I- 78/93, 35/96, 41/07, 62/07-UPB1, 87/09, 97/09-UPB2), the assembly of the cooperative Kooperativa Konjice, z.b.o., a social enterprise, at the regular assembly of members on 13/05/2023 in Ljubljana adopted

**STATUTE of COOPERATIVE:
"WMC World Metaverse Council, Z.B.O."**

INTRODUCTORY PROVISION

Article 1

WMC The World Metaverse Council (hereafter WMC) is a member-owned, democratically managed and controlled company. Members of a cooperative can be legal or natural persons who have joined voluntarily in order to satisfy their economic, social, cultural and other needs.

WMC members continue the tradition of cooperative pioneers and believe in the values of honesty, openness, social responsibility and common concern for others.

The establishment of the WMC is based on the recognized needs, opportunities and knowledge of the members of the cooperative to establish a cooperative organization that will enable interested individuals and legal entities to actively and democratically participate in the development of an open, interoperable and democratic metaverse.

WMC Principles:

1. Voluntary and open membership

The WMC is a voluntary organization whose membership is open to anyone who wishes to use the services of the cooperative and is willing to accept the responsibilities that come with the title of membership; there is no gender, social, racial, political or religious discrimination.

2. Democratic membership control

WMC is a democratic organization in which control is exercised by members who actively participate in making decisions about business.

3. Economic participation of the membership

Members contribute equally and democratically control the capital shares of WMC. Part of WMC's capital is jointly owned. Members receive a limited return on the money they contribute as an initial (or membership) fee. As a rule, the members invest the surplus from the profit in the further development of the cooperative or in the establishment of a reserve fund (at least part of this fund remains indivisible). Members can draw from the fund in accordance with the share of their business participation in the cooperative, and part of the surplus can be directed to other activities by agreement.

4. Autonomy and independence

WMC is an independent and autonomous membership controlled self-help organization. If WMC enter into agreements with other parties, including representatives of the state, or if they raise money from sources outside the cooperative, they can only do so while ensuring democratic control by members and thus maintaining autonomy.

5. Education, skills acquisition and access to information

WMC provides education and skills training for its members, for elected representatives of the cooperative and for employees. The goal of education and training is that all members participate as effectively as possible in the development of the WMC. All participants in the WMC contribute to the formation of public opinion about cooperatives, and in particular inform young people and opinion leaders about the nature and benefits of cooperatives.

6. Cooperation between cooperatives

WMC's goal is to serve its members as effectively as possible. With this, WMC strengthens the idea of cooperatives and the social movement associated with it, which promotes cooperation in structures at local, regional, national and international levels.

7. Caring for the community

WMC works towards the sustainable development of the local community.

GENERAL PROVISIONS

Article 2 (purpose of the cooperative)

The WMC is founded to promote a world in which people enjoy freedom of speech and freedom from fear and want, to strengthen friendly relations and cooperation between metaverses, and to create a standard for a connected and open metaverse.

WMC unites creators, developers and is based on respect for human rights, the dignity and equal rights of men and women. It promotes social progress and better living standards, teaching and education and respect for rights and freedoms in the Metaverse.

Article 3 (company and headquarters)

The company name of the cooperative is: "Cooperative WMC World Metaverse Council, z.b.o."

The abbreviated name of the cooperative is: "WMC z.b.o."

The headquarters of the cooperative is: Slovenske Konjice

The business address of the cooperative is determined by the board of directors of the cooperative by resolution.

Article 4 (activities)

The cooperative performs the following activities:

Category code Descriptor

G TRADE, MAINTENANCE AND REPAIR OF MOTOR VEHICLES

- G46.18 Specialized brokerage in the sale of other specified products
- G46.19 Non-specialized brokerage in the sale of various products
- G47 Retail trade, except of motor vehicles
- G47.1 Retail trade in non-specialized stores
- G47.11 Retail trade in non-specialized stores, mainly of foodstuffs
- G47.19 Other retail trade in non-specialized stores
- G47.250 Retail sale in specialized stores of beverages
- G47.782 Retail sale in specialized stores of art products
- G47.789 Other retail trade in other specialized stores
- G47.79 Retail trade in used goods stores
- G47.8 Retail trade at stalls and markets
- G47.9 Retail trade outside shops, stalls and markets
- G47.91 Retail sale by mail order or via the Internet
- G47.99 Other retail trade excluding shops, stalls and markets

J INFORMATION AND COMMUNICATION ACTIVITIES

- J58 Publishing
- J58.1 Publication of books, periodicals and other publishing
- J58.11 Publication of books
- J58.12 Issuance of directories and address books
- J58.13 Publication of newspapers
- J58.14 Publication of magazines and other periodicals
- J58.19 Other publishing
- J58.2 Release of software
- J58.21 Publishing of computer games
- J58.29 Second release of software
- J59 Activities relating to films, video and sound recordings
- J59.1 Film and video activity
- J59.11 Production of films, video films, television programs
- J59.12 Post-production activities in the production of films, video films, television programs
- J59.13 Distribution of films, video films, television programs
- J59.14 Cinematographic activity
- J59.2 Recording and publishing of sound recordings and musicals
- J60 Radio and television activity
- J60.1 Radio activity
- J60.20 Television activity
- J61,900 Other telecommunications activities
- J62 Computer programming, consultancy and other related activities
- J62.01 Computer programming

- J62.02 Consulting on computer equipment and programs
- J62.03 Management of computer devices and systems
- J62.09 Other activities related to information technology and computer services
- J63 Other information activities
 - J63.1 Data processing and related activities, operation of online portals
 - J63.11 Data processing and related activities
 - J63.12 Operation of online portals
 - J63.9 Activities of press agencies, other information
 - J63.91 Activities of news agencies
 - J63.99 Other information

L REAL ESTATE BUSINESS

- L68 Real estate business
 - L68.1 Trading in own real estate
 - L68.2 Rental and operation of own or leased real estate
 - L68.3 Dealing in real estate for payment or under contract
 - L68.31 Real estate brokerage
 - L68.32 Real estate management for fee or contract

M PROFESSIONAL, SCIENTIFIC AND TECHNICAL ACTIVITIES

- M69 Legal and accounting activities
 - M69.2 Accounting, bookkeeping and auditing activities, tax consultancy
- M70 Activity of company administrations, entrepreneurial and business consulting
 - M70.1 Activity of company administrations
 - M70.2 Entrepreneurial and business consulting
 - M70.21 Public relations activity
 - M70.22 Other entrepreneurial and business consultancy
- M72 Scientific research and development activity
 - M72.1 Research and development activity in the field of natural science and technology
 - M72.19 Research and development activity in other fields of natural science and technology
 - M72.2 Research and development activity in the field of social sciences and humanities
- M73 Advertising and market research
 - M73.1 Advertising
 - M73.11 Activities of advertising agencies
 - M73.110 Activities of advertising agencies
 - M73.12 Mediation of advertising space
 - M73.2 Market and public opinion research
- M74 Other professional and technical activities
 - M74.1 Design, arrangement, decoration
 - M74.2 Photographic activity
 - M74.3 Translation and interpretation
 - M74.9 Professional and technical activities not elsewhere classified

N OTHER MISCELLANEOUS BUSINESS ACTIVITIES

- N77 Leasing and leasing
 - N77.2 Renting and leasing of sports equipment and products for general use
 - N77.29 Leasing and leasing of other products for general use
 - N77.33 Renting and leasing of office equipment and computer equipment
 - N77.39 Leasing and leasing of other machines, devices and tangible assets
 - N77.4 Leasing rights to use intellectual property, except for copyrighted works

- N78 Employment activities
 - N78.1 Job-seeking activity
 - N78.2 Provision of temporary labor
 - N78.3 Other human resource management
- N79 Activities of travel agencies, tour operators and travel-related activities
 - N79.12 Activities of tour operators
 - N79.9 Reservations and other travel-related activities
- N81 Activity of maintenance of buildings and surroundings
 - N81.1 Building maintenance and housekeeping
 - N81.2 Cleaning
 - N81.21 General cleaning of buildings
 - N81.22 Other cleaning of buildings, industrial plants and equipment
 - N81.29 Road cleaning and other cleaning
 - N81.3 Arrangement and maintenance of green areas and surroundings
- N82 Office and related business service activities
 - N82.1 Office activities
 - N82.11 Provision of comprehensive office services
 - N82.19 Photocopying, document preparation and other individual office activities
 - N82.2 Activity of call centers
 - N82.3 Organization of exhibitions, fairs, meetings
 - N82.9 Other accompanying activities for business
 - N82.92 Packaging
 - N82.99 Business support activities n.e.c

P EDUCATION

- P85.5 Other education, training and training
 - P85.51 Education, training and training in the field of sports and recreation
 - P85.52 Education, training and training in the field of culture and art
 - P85.59 Education, training and training not elsewhere classified
- P85.6 Auxiliary activities for education

Q HEALTHCARE AND SOCIAL CARE

- Q86.901 Alternative forms of treatment
- Q86.909 Other medical activities
- Q88.9 Other social care without accommodation
 - Q88.91 Child day care
 - Q88.99 Social care without accommodation not elsewhere classified

R CULTURAL, ENTERTAINMENT AND RECREATION ACTIVITIES

- R90 Cultural and recreational activities
 - R90.01 Artistic performance
 - R90.02 Accompanying activities for artistic performance
 - R90.03 Artistic creation
 - R90.04 Operation of facilities for cultural events
- R91 Activities of libraries, archives, museums and other cultural activities
- R93 Sports and other leisure activities
 - R93.1 Sports activities
 - R93.11 Operation of sports facilities
 - R93.12 Activities of sports clubs
 - R93.19 Other sporting activities

R93.2 Other leisure activities
R93.21 Amusement park activity
R93.29 Leisure activities not elsewhere classified

FROM OTHER ACTIVITIES

S94 Activity of member organizations
S94.1 Activity of business, employer and professional associations
S94.9 Activity of other member organizations
S94.99 Activities of membership organizations not elsewhere classified
S95 Repairs of computers and consumer products
S95.1 Repairs and maintenance of computers and communication devices
S95.11 Repair and maintenance of computers and peripheral units
S95.2 Repairs of consumer products
S95.21 Repairs of consumer electronics
S95.22 Repairs of household appliances and equipment
S95.24 Furniture repairs
S95.250 Repairs to watches and jewelry
S95.29 Repairs of other personal or household goods
S96 Other service activities
S96.02 Hairdressing, cosmetic and pedicure activities
S96.04 Body care activities
S96.09 Other service activities, not elsewhere classified

Article 5 (responsibility for obligations)

The cooperative is responsible for its obligations with all its assets.

Members are not responsible for the obligations of the cooperative.

MEMBERSHIP

Article 6 (membership types)

The following groups of members are formed in the cooperative:

- partner members
- regular members
- user members and
- investor members

Article 7 (admission to membership)

The basis for admission to membership is a dated written declaration of accession, from which it follows that the signatory is aware of the rights, obligations and responsibilities stipulated by the cooperative rules.

The declaration of accession must specifically contain the amount and number of mandatory shares that the signatory is willing to take as a member of the cooperative.

The application for admission to membership is considered by the board of directors at its first regular meeting after the date of receipt of the application. When considering the application for admission to membership, the Board of Directors determines the induction period, which can last from 6 months to 2 years. During the implementation period, the person applying for membership has the status of user member. At any time during the introductory period and no later than 15 days after the end of the introductory period, the board of directors determines the start date of the membership or refuses admission to membership. In the event that the board of directors does not determine the membership start date or refuses admission to membership, the signatory retains the status of a member of the user.

Membership is established on the date determined by the board of directors of the cooperative, after it has adopted a decision on the acceptance of the declaration of accession. The cooperative must notify the signatory in writing, no later than 60 days after receiving the declaration of accession, if it is accepted and on which day it is accepted as a trial member and on which day as a full member.

The person whose declaration of accession was rejected has the right to appeal against the rejection decision. The complaint must be filed within 8 days of receiving the notification of rejection by registered mail. The general assembly of the cooperative decides on the appeal at its first following meeting.

Article 8 (membership transfer)

Membership in the cooperative is not transferable.

Article 9 (partner members)

A regular member can become a partner member if $\frac{2}{3}$ (two-thirds) of all partner members agree. Partner members can determine how many voluntary shares and within what period the partner member must pay in order for the status of partner member to begin to apply. The status of partner member applies from the date of payment of the voluntary shares determined in this way, or from the date specified by the partner members in the declaration of admission to such membership.

The status of a partner member may be revoked for serious and justified reasons by a $\frac{2}{3}$ majority of all partner members.

If, for any reason, the number of voluntary shares of a partner member falls below the number that was determined in the manner described in the first paragraph of this article, the status of a partner member ceases and changes to the status of a regular member, if he meets the conditions for such status.

Article 10
(investor members)

Members of the cooperative may also be persons who do not intend to use or provide the goods and services of the cooperative (investor members).

A decision of the board of directors is required to obtain membership from the previous paragraph.

Voting rights of investor members at the company's general meeting are determined by the general meeting of the cooperative, on the proposal of the board of directors. Investor members can also have up to one member of the board of directors, who is appointed by the general assembly of the cooperative on the proposal of the board of directors.

Article 11
(members' rights)

In accordance with the law, each member of the cooperative has, in particular, the right to:

- to be present to discuss, make proposals and make decisions at the general assembly,
- to vote and be elected to the cooperative's bodies,
- to attend the meetings of the cooperative bodies of which he is a member,
- to cooperate with the cooperative under the same conditions as other members and has priority over persons who are not members of the cooperative,
- to be informed about all issues relevant to the realization of membership rights and obligations,
- to participate in the distribution of the surplus in accordance with the rules and resolutions of the general assembly,
- that the value of the paid-in shares be revalued in accordance with applicable regulations
- that the value of the paid-in shares is paid to him within a certain period of time after the termination of membership
- that has the right to an appropriate part of the remaining assets after the liquidation or bankruptcy of the cooperative.

Article 12
(obligations of members)

The obligations of cooperative members are, in particular:

- to pay the mandatory share in the manner and within the time limits specified by these rules or the resolutions of the cooperative assembly;
- to actively participate in the cooperative's bodies, if elected to them;
- that conscientiously fulfills his obligations from the contracts concluded with the cooperative, which relate to the implementation of projects, co-financing of projects, financial management, management and others;
- to actively participate in the planning and implementation of the development of the area covered by the cooperative with its knowledge, skills and abilities.

Article 13

(member directory)

For the purposes of enforcing the provisions of the Act on Cooperatives and the provisions of the Act governing the register, the cooperative maintains a directory of members at its headquarters.

The following information is kept for each member in the members' directory:

- personal name or company;
- address and type of residence or headquarters;
- tax number;
- the citizen's uniform identity number or identification number from the register;
- date of entry;
- number of mandatory and voluntary shares and their nominal amount;
- the amount up to which the member is responsible for the cooperative's obligations;
- the number of member votes at the general meeting and in elections and
- date and reason for termination of membership.

The member must notify the cooperative in writing of any change in the information referred to in the previous paragraph that relates to him/her immediately after the change occurs. Changes to data notified by members and other data changes known to it shall be entered in the members' directory without delay by the cooperative. The cooperative keeps the data for ten years after the termination of membership, after which it is permanently archived.

In the list of members, the founders are entered first, followed by other members in the order in which they were admitted to membership. In the case of partner members, the date of commencement of the partner member status is entered in the records.

By the end of the first month of each calendar year, the cooperative submits to the register all changes regarding membership from the list of members for the previous calendar year for entry into the register.

Any member of the cooperative or another person who demonstrates a legal interest may inspect the membership directory free of charge, copy information from it or obtain an extract or copy of the membership directory at their own expense, all in accordance with the Personal Data Protection Act and the Personal Data Protection Regulations, adopted by the general meeting of the cooperative.

Article 14
(termination of membership)

Membership ends with withdrawal, exclusion, death of a natural person, termination of a legal entity and termination of a cooperative.
(member exit)

A member may withdraw from the cooperative based on a written notice that must be sent to the cooperative by registered mail.

Membership ends at the end of the financial year in which the cooperative received the member's resignation.

The cooperative must confirm the cancellation of membership within 30 days. If the cooperative has not confirmed the cancellation, the member does not have to repeat it.

Article 15 (member exit)

A member may withdraw from the cooperative based on a written notice that must be sent to the cooperative by registered mail.

Membership ends at the end of the financial year in which the cooperative received the member's resignation.

The cooperative must confirm the cancellation of membership within 30 days. If the cooperative has not confirmed the cancellation, the member does not have to repeat it.

Article 16 (exclusion from the cooperative)

Irrespective of the provisions of the cooperative rules, a member may be excluded from the cooperative if he does not fulfill the due obligation for the payment of the assumed share even within a further 30 days after the written warning sent by the cooperative by registered letter, and he is warned of this in the warning.

The general assembly of the cooperative may expel a member from the cooperative if he seriously violates his obligations to the cooperative.

In particular, the following is considered a serious breach of membership obligations:

- non-fulfillment of obligations in relation to the shares that the member must register or pay in,
- unjustified refusal, conclusion or failure to fulfill a contract on business cooperation with the cooperative,
- serious breach of obligations from the agreed business cooperation with the cooperative,
- disclosure of business secrets,
- more severe disruption of the work of the cooperative's bodies,
- if he unjustifiably slandered the cooperative's bodies and other members with his actions or statements,
- if he deliberately caused any damage to the cooperative through his actions, omissions or in some other way,
- if he is engaged in an activity that means competition with the activities of the cooperative.

Exclusion is decided by the assembly. Before the ruling on exclusion, the member must have the opportunity to explain all the facts and circumstances relevant to the decision.

The decision on expulsion must be explained and must also contain instructions that the expelled member can appeal to the general meeting within 30 days of receiving the decision. The Assembly

must decide again and send the decision to the complainant within 30 days of receiving the complaint, otherwise the complaint is considered rejected.

An expelled member can request the protection of his rights before the competent regular court within 30 days of receiving the decision confirming the decision of the first-instance authority on exclusion, or within 30 days of the expiration of the period in which the general assembly or another body of the cooperative that resolves complaints should members, decide on the appeal.

Article 17
(effects of termination of membership)

On the day when the membership ends, management rights and duties cease, but property rights and obligations determined by the contract, cooperative rules or the law do not.

SHARES

Article 18
(mandatory share)

Each member must register at least one share (mandatory share), which is for each member: for companies and other entities in the field of economy EUR 500.00 (five hundred euros and 00/100), for legal entities under public law EUR 500.00 (five hundred euros and 00/100), for associations, institutions and other non-profit organizations EUR 100.00 (one hundred euros and 00/100), for natural persons who are employed or they work voluntarily for the cooperative and have a contract on voluntary work in the cooperative EUR 100.00 (one hundred euros and 00/100), users of cooperative services - consumers EUR 10.00 (ten euros and 00/100). Other natural persons EUR 100.00 (one hundred euros and 00/100).

An individual member, natural or legal person, may, based on the decision of the board of directors of the cooperative, pay in addition to one mandatory share also several voluntary shares.

The member pays a share in the monetary amount. Each member of the cooperative who joins the cooperative must pay the share in full within 30 days of signing the declaration of accession.

Article 19
(voluntary share)

A member who has paid the mandatory share in full may, with the consent of the board of directors of the cooperative, register one or more voluntary shares.

Registration of voluntary shares is done with a written statement containing the date of registration and the number of voluntarily registered shares, as well as the signature of the member of the cooperative.

A member may cancel voluntary shares with a written declaration under the same conditions regarding the return as apply to the return of mandatory shares.

Regardless of the number and amount of paid-in shares - mandatory and voluntary - each member has the right to only one vote.

Upon full payment of the mandatory or voluntary share, the cooperative must issue a written confirmation to the member, and the written declarations on the registration of the mandatory and voluntary shares must be permanently kept as business documents.

Article 20
(valuation of shares)

The shares are valued in accordance with the cooperative rules or resolutions of the general assembly.

Article 21
(interest on late payments)

If the member does not pay the share within the deadline set by the cooperative rules, he also owes the cooperative the legal default interest. Interest starts to accrue from the day the member was reminded in writing to pay.

Article 22
(transfer of shares)

Transfer of shares is not possible.

Article 23
(return of share value)

The monetary value of the share is returned to the former member or his universal legal successors in the amount shown in the annual report for the business year in which his membership ceased.

The share is returned after one year from the end of the financial year in which the membership was terminated

Without having his membership terminated as a result, the member may cancel the voluntary share and request its return under the same conditions as those specified for the cancellation of membership and the return of the mandatory share.

PROPERTY OF THE COOPERATIVE

Article 24

(property of the cooperative)

The assets of the cooperative consist of things, rights and money.

The sources of cooperative assets are members' shares and other resources acquired by the cooperative.

Cooperative property is the property of the cooperative, to which the regulations on property rights apply mutatis mutandis, unless otherwise stipulated by law.

The cooperative may issue securities in accordance with the law.

DIVISION OF SURPLUS

Article 25

(funds)

At least 5% of the achieved annual surplus must be set aside by the cooperative for mandatory reserves.

In addition to the mandatory reserves, the cooperative may, by resolution of the general meeting, create other funds and determine the purpose of their use (voluntary funds).

Article 26

(allocation of surplus)

After allocating a part of the surplus to the reserve fund, determined by the regulations, these rules or the decision of the general assembly of the cooperative, to the cooperative's funds, the general assembly of the cooperative can freely dispose of the remainder of the surplus and can allocate it for one or more purposes:

- investments in fixed assets necessary for carrying out activities,
- maintaining and increasing the number of jobs,
- covering the loss of income due to greater sick leave or lower work efficiency of employees,
- education and training of workers and volunteers,
- other development and non-profit activities carried out, if they are not for the exclusive benefit of the members, for the establishment or co-founding of a cooperative or for the purposes of developing social entrepreneurship in the local community,
- increase in the assets of the cooperative,

- sharing, in accordance with these rules.

The cooperative must primarily allocate the profit and surplus of income over expenses from the cooperative's activities to the performance of the cooperative's activities.

The cooperative may share part of the profit or excess revenue to members only if the excess revenue does not represent unspent public funds.

Article 27

(reduction of shares due to loss)

The cooperative can settle the loss from the mandatory reserves. If the loss cannot be settled from the mandatory reserves, it can be settled from other funds of the cooperative, which is decided by the general meeting.

The assembly may also decide that the value of the compulsory and voluntary shares subscribed by the members shall be proportionally reduced for the amount of the outstanding loss, if the cooperative rules do not specify another basis.

If the value of the cooperative's shares and funds is reduced by more than half due to a write-off or loss, the general meeting must resolve that the shares be paid in full at the written-off value, if it does not decide to propose that the cooperative be declared bankrupt.

Article 28

(accounting)

Accounting is managed in accordance with the regulations for managing accounting in cooperatives.

Financial resources that the institution acquires from incentives, exemptions and reliefs obtained on the basis of this law or other regulations must be shown by the institution on a special account.

BODIES OF THE COOPERATIVE

Article 29

(common provision)

The bodies of the cooperative are:

- assembly
- management board
- director of the cooperative
- supervisory board

Natural persons who can be representatives at the general meeting can be elected as members of bodies.

Article 30

The president and members of the supervisory board are liable for the damage caused to the cooperative by their actions and omissions, unless they prove that they acted in accordance with their duties in everything and cannot be accused of negligence in preventing damage.

The general assembly decides whether to file a lawsuit against the persons from the previous paragraph or to release them from liability, and the cooperative is represented by a person determined by the assembly.

ASSEMBLY

Article 31 (composition)

The assembly is the highest body of the cooperative. The assembly consists of all members of the cooperative.

At the general meeting, investor members can have a maximum of 25% of the votes of the members present. The number of votes of investor members is determined by the general meeting at the proposal of the board of directors.

Regular members have as many votes as they have paid in shares.

Partner members each have 100 votes at the company's general meeting.

Article 32 (jurisdictions)

The assembly decides on all matters that are not within the competence of other bodies of the cooperative. The exclusive competence of the cooperative assembly includes deciding on:

1. on the adoption of cooperative rules,
2. on the acceptance of the annual report, the use of the surplus and settlement of the loss,
3. on the election and recall of the president of the cooperative and members and the supervisory board,
4. on the issuance of securities,
5. on the status transformation and termination of the cooperative,
6. on other issues determined by the cooperative rules and on issues that are not within the competence of other cooperative bodies.

A member or his legal representative can authorize another member in writing to participate and make decisions at the general meeting, who can represent a maximum of two absent members at the general meeting.

Article 33
(insight into business data)

Each member may, at the general meeting or in writing, request from the director of the cooperative, the board of directors or the director of the cooperative information and notices about the operations and economic situation of the cooperative, as well as access to the business books and correspondence of the cooperative. The cooperative must respond to the member's written request within 30 days at the latest. A former member or his legal successor also has this right until his responsibility for the cooperative's obligations ceases.

The authorities of the cooperative from the previous paragraph may refuse a request for inspection or for the communication of data and information if, according to reasonable economic judgment, the inspection or communication of data and information would cause damage to the cooperative or a subsidiary company, or if the inspection or communication of data and information would constitute a criminal act, or a misdemeanor or good business practices would be violated.

Whether the cooperative must communicate certain information to a member, former member or the legal successor of a former member, or provide access to business books and correspondence, is decided by the court in non-judicial proceedings at the proposal of the member, former member or legal successor of the former member.

Article 34
(regular and express assembly)

The assembly is regular or extraordinary.

The regular assembly decides on the acceptance of the annual report and the distribution of the surplus or settlement of the loss, but it can also deal with other matters.

Article 35
(assembly meeting)

The president must convene a regular assembly after the end of the financial year, and an extraordinary assembly whenever the interests of the cooperative require it.

The supervisory board or 1/5 of the members of the cooperative may also request the convening of an extraordinary general meeting. The request must be in writing and must contain questions to be decided by the extraordinary assembly.

If the president does not convene the general meeting no later than two weeks after receiving the written request, the chairman of the supervisory board or the members who requested the convening in accordance with the law or the cooperative rules may convene an extraordinary general meeting.

Article 36
(invitation)

The invitation to the general meeting must be sent personally to all members by registered mail or by hand delivery against signature.

At least one week, but no more than three weeks, must elapse between the publication of the invitation, or the day the invitations were sent, and the general meeting.

The invitation must contain the place, date and time of the meeting and the proposed agenda.

The Assembly cannot decide on matters that were not specifically included on the agenda proposed in the invitation. Regardless of the agenda proposed in the invitation, each general meeting can decide on the proposal for convening a new general meeting and on proposals relating to the management of the general meeting, and it can also consider initiatives and proposals of members.

At the request of a member, a decision on a matter must be placed on the agenda of the general meeting, if the cooperative received his written request even before the invitation to the general meeting was sent for publication or to the members personally.

If the general meeting decides on the annual report and the division of the surplus or the settlement of the loss, the change of the cooperative rules, the status transformation or the termination of the cooperative, the proposal for the annual report must be together with the report on the operations and the report on the review of the annual report, the proposal for changing the cooperative rules, as well as the proposal for status transformation or for the termination of the cooperative at the inspection of every member at the headquarters of the cooperative from the day when the invitation to the general meeting was published or sent.

Irrespective of the provisions of the previous paragraphs of this article, a resolution unanimously adopted and signed by all members is valid as a resolution of the assembly.

Article 37
(conclusion)

The assembly can pass resolutions if members or representatives who hold more than half of the total number of votes are present and represented.

One hour after the convocation, the general meeting can make a decision regardless of the number of votes of those present and represented, if the members or representatives were specifically warned of this in the invitation to the general meeting.

Article 38
(decision making)

The Assembly adopts resolutions by the majority of votes of the members or representatives present and represented, except for those who cannot exercise their right to vote for reasons specified in the law or these rules.

In elections, those who received the most votes are considered elected. If two or more candidates for the same seat received the same number of votes in the re-voting, the decision is made by lot.

With at least a two-thirds majority of the votes of the members or representatives present and represented, the assembly adopts resolutions on:

1. changes in the activities of the cooperative,
2. an increase in the amount or number of mandatory shares,
3. increasing the members' responsibility for the cooperative's obligations or extending the warranty period,
4. the introduction, expansion, restriction or cancellation of the right to multiple votes,
5. establishing stricter conditions for leaving the cooperative,
6. reduction of members' rights upon termination of membership or termination of the cooperative,
7. status transformation of the cooperative,
8. regulation of the possibility of accepting investor members,
9. the introduction or increase of the minimum amount of share capital referred to in Article 39a of this Act.

A member or representative who did not agree with one of the decisions from the previous paragraph and requested that his disagreement be recorded in the minutes even before the end of the general assembly, may resign and withdraw from the cooperative within 60 days after the end of the assembly, so that this decision it doesn't work for him. A member who was not present at the general meeting also has this right, if he cancels his membership in writing to the cooperative within the same period due to disagreement with such a decision.

Article 39 (challenging conclusions)

The resolution of the general assembly, which is in conflict with the compulsory regulations, is null and void.

Any member of the cooperative, any member of the supervisory board who specifically opposed the adoption of such a decision at the general meeting and requested that his enter the protest in the minutes, challenge it with a lawsuit before the competent court within 60 days after the end of the general meeting.

Any person with a legal interest may request the invalidity of the general meeting's resolution at any time.

If the action to establish the nullity or annulment of the decision is filed by the body representing the cooperative, the supervisory board represents the cooperative in the dispute or one or more representatives appointed by the general assembly.

A final court decision declaring nullity or revoking the resolution of the general meeting is effective for all members.

Article 40 (notes)

Minutes must be drawn up about the work of the assembly.

The minutes of the general meeting contain the place and time of the general meeting, the list of members present, the resolutions adopted with an indication of the outcome of the vote and any dissenting opinions of members or representatives.

The minutes are signed by the chairman of the assembly, the recorder and at least one notary, who is elected by the assembly.

Within ten days after the end of the general meeting, the minutes must be available for inspection by all members at the cooperative's headquarters, as well as a copy or photocopy sent at the cooperative's expense to those members who request it.

Article 41 (management)

The assembly is usually chaired by the president of the cooperative.

If the assembly is convened by the supervisory board, the assembly is chaired by the chairman of the supervisory board, but if the assembly is convened by the members, one of these members chosen by the members.

Irrespective of the provisions of the first two paragraphs, the general assembly may decide that it is chaired by a member of the cooperative, who is specially elected by the assembly from among those present.

If voting is secret, the assembly must elect at least a three-member electoral commission.

Article 42 (cases when a member cannot exercise the right to vote)

A member or representative may not vote in person or through a legal representative or proxy at the general meeting, if the general meeting decides on his claim or obligation to the cooperative or on the claim or obligation of someone else to the cooperative, the member or representative has the right to vote in this matter, even if it is a claim or the obligation of another person, the cooperative has an adverse interest.

Members who have been sent a decision on exclusion, but their membership has not yet been terminated, or members who have not fulfilled the due obligation from the assumed share within the given payment deadline, even within thirty days of the written reminder sent to them by the cooperative by registered letter, cannot exercise voting rights at the general meeting.

If the cooperative concludes a contract with its chairman, the chairman of the supervisory board represents the cooperative.

MANAGEMENT BOARD

Article 43 (Management Board)

The board of directors is the executive body of the cooperative and has the following duties and responsibilities:

- prepares proposals for amendments to the statute and proposals for other general acts of the cooperative, which are adopted by the assembly
- prepares a proposal for the cooperative's programs and submits them for acceptance by the assembly,
- prepares a proposal for the annual report and submits it to the assembly for acceptance,
- appoints representatives of the cooperative in local, national and international bodies,
- decides on a change of business address within the cooperative's headquarters,
- establishes and terminates sections of the cooperative,
- establishes and terminates cooperative branches,
- decides on the conclusion of employment contracts,
- performs other tasks arising from the acts of the association and tasks additionally assigned to him by the assembly.

The board of directors can authorize its member to carry out individual tasks.

The board of directors has five to nine members, and their number is determined by the general meeting based on the needs of the cooperative. The members of the board of directors must include representatives of the operating branches of the cooperative.

According to his function, the director of the cooperative is a member of the board of directors and the chairman of the board of directors.

The members of the board of directors are appointed by the assembly from among the members for a mandate period of four years, after which they can be re-appointed to this position.

Unless otherwise specified, the board of directors makes a valid decision if at least three elected members are present before voting, and the decision is adopted if more than half of the members present vote for it.

The mandate of a member of the board of directors may end before the end of the mandate period, if he resigns himself or if the general meeting dismisses him due to violations of this statute, internal acts of the association or decisions of the association's bodies, or if he acts against the interests of the association.

The members of the board of directors elect from among themselves the vice-chairman of the board of directors, who performs the duties of the chairman in the event of his absence, incapacity for work or in the event of termination of his office before the end of the term of office.

The board of directors is responsible for its work to the assembly.

Minutes are kept on the work of the board of directors and the decisions made. The chairman of the board of directors is responsible for drawing up the minutes.

THE DIRECTOR

Article 44

The director of the cooperative represents and represents the cooperative and is responsible for the legality of its operations.

The director of the cooperative is elected by the general assembly of the cooperative and his term of office has no limit.

The director of the cooperative convenes the general assembly, implements the resolutions of the general meeting, takes care of the efficient operation and organization of the cooperative's activities, and appoints workers with special powers and responsibilities.

The director of the cooperative is authorized to independently represent the cooperative in legal transactions.

The director of the cooperative in particular:

- monitors and controls the course of project implementation,
- prepares proposals for resolutions for the general meeting and convenes the general meeting of the cooperative and performs the tasks assigned to him by the general meeting
- monitors the profitability of the cooperative
- ensures regular and timely compilation of periodic reports and annual accounts
- prepares proposals for changes to the Rules of the cooperative
- maintains a directory of members,
- provides information to all interested groups about current and further activities of the cooperative,
- take appropriate measures in case of identified violations,
- proposes to the general assembly an audit of operations, which can also be performed by the internal auditor of the founders,
- performs other tasks in accordance with the law and general acts of the cooperative,
- decides on the granting of a power of attorney.

Article 45

(Procurator)

The assembly can grant a power of attorney. The power of attorney is granted by the decision on the granting of the power of attorney and the appointment of the procurator.

The General Assembly can appoint one or more procurators even for the branch only, but this must be explicitly indicated in the register and in the signature of the procurator, otherwise it is considered that the procurator refers to the entire company.

If the general meeting appoints a procurator only for a branch, the functions of managing the cooperative and managing the branch are considered to be separate. During the duration of the power of attorney, the director exercises the responsibilities of managing the entire cooperative, while the procurator performs those management functions that the director specifically defines. In this case, the procurator, together with the director, represents and represents the branch in legal transactions against third parties without restrictions, but internally he is limited to the exercise of business powers transferred to him by the director with a special decision issued at the time of the decision on granting the power of attorney.

The procurator can represent the branch together with the president of the cooperative. The General Assembly may revoke the power of attorney at any time without giving a reason. In the case of cancellation of the power of attorney, deletion from the court register is proposed by the director. The power of attorney cannot transfer the power of attorney to another person. The cooperative must register the granting and termination of the power of attorney for entry in the register. The procurator's signature must be kept with the court. When signing a cooperative or a branch (if the power of attorney refers only to the branch), the procurator must use a signature with the suffix that it is a power of attorney. If it is a power of attorney that only refers to the branch, with the addition that the power of attorney refers to the branch.

SUPERVISORY BOARD

Article 46 (composition)

The supervisory board consists of 3 members who elect a chairman from among themselves. The supervisory board is elected by the general assembly of the cooperative for a mandate period of 4 (four) years.

Article 47 (jurisdictions)

The supervisory board supervises the entire work and operations of the president of the cooperative and employees with special powers and responsibilities, and ensures that the annual report is submitted to the assembly in a timely manner.

A person who is the president of the cooperative or another employee with special powers may not be elected to the supervisory board.

When performing tasks in its field of work, the supervisory board, either as a whole or its individual members, may at any time inspect the business books, files, documents, securities, treasury, devices, goods and other assets of the cooperative. The president of the cooperative and workers with special powers and responsibilities in the cooperative are obliged to give all necessary explanations to the supervisory board or members of the supervisory board who have been authorized to do so by the supervisory board.

The supervisory board itself must immediately convene the general meeting if the interests of the cooperative require it, and in particular if it finds serious irregularities in the work and operations of the cooperative or serious violations of the law, cooperative rules or resolutions of the general meeting.

Article 48
(review of the annual report)

The supervisory board must assess the correctness and completeness of the data in the institution's annual report. Before the adoption of the annual report, he must also supervise the correctness and legality of the institution's financial and material operations and the correctness of the accounting records. It must also assess the fulfillment of the goals of social entrepreneurship, defined in the law and these rules, the legality of the distribution of profits or surplus revenues and the use of allocated public funds or funds created through reliefs and exemptions. The assessment of the supervisory board is attached to the annual report reports.

Program managers and administration

Article 49
(Program Director)

For each program of the cooperative, the general assembly of the cooperative appoints program directors. The head of the program is appointed for a maximum period of 4 (four) years. Before the appointment, the general assembly of the cooperative is obliged to obtain the opinion of the expert committee of the program.

The director of the cooperative informs the expert council of the program about the candidate for the editor-in-chief of the individual program and requests an opinion. If the expert council of the program does not provide an opinion within 10 (ten) days, the opinion is considered to be positive.

The director of the program is responsible for the realization of the goals of the design program and performs other tasks determined by resolution of the cooperative assembly.

A person who meets the requirements of the Cooperatives Act and has organizational and managerial experience and skills and who submits a program of the program can be appointed as the program director.

Article 50
(cooperative programs)

The expert council of each program of the cooperative is led by the responsible director of the program. The expert council of each program consists of employees and volunteers in the program elected by the assembly.

The responsibilities and mutual relations between the general assembly of the cooperative, the director of the cooperative, the programs of the cooperative and the expert council of the programs are determined by the internal act of the cooperative.

ASSEMBLY OF USERS

Article 51

Users of the cooperative's services can become members of the cooperative – consumer members. All user members are members of the users' assembly, which elects representatives from among themselves to the professional councils of the cooperative's programs.

PROTECTION OF COOPERATIVE BUSINESS SECRETS

Article 52

All members of the cooperative, the director of the cooperative and employees of contractual organizations who perform certain tasks for the cooperative are obliged to cooperate loyally in the realization of the goals of the cooperative and to protect business secrets.

Members of the cooperative and employees of contractual organizations must protect business secrecy even after the termination of the membership or contractual relationship.

Violation of business secrecy by a member of the cooperative is considered a reason for exclusion from the cooperative, and violation by a member of the supervisory board constitutes a valid reason for early recall from the position of a member of the supervisory board of the cooperative. Violation by the contracting organization is considered a reason for termination of the contract and a condition for the initiation of criminal and compensation proceedings.

TERMINATION OF THE COOPERATIVE

Article 53

(termination of the cooperative)

The cooperative ends:

1. with the expiration of the period for which it was established, if it was established for a specific period, and the general meeting does not decide before the expiration of this period that the cooperative continue its operations,
2. if a measure prohibiting her from performing an activity is imposed on her because she does not meet the conditions for her performance, and she does not fulfill the conditions for performing the activity or does not change the activity within the time limit set for her in the sentence of the measure,
3. if it merges with another cooperative, joins another cooperative or divides into several new cooperatives,
4. if the nullity of its entry in the register is established by a final court decision,
5. after the end of the bankruptcy procedure,
6. if the assembly so decides,

7. if the number of its members decreases below the minimum number prescribed by law, continuously for at least six months,
8. in other cases determined by law.

In the cases from the previous paragraph, except according to points 3 and 5, the cooperative is terminated after the completion of the liquidation procedure.

In the case referred to in point 6 of the first paragraph, the general meeting cannot decide on a proposal for the liquidation of the cooperative, if at least three members express their wish for the cooperative to continue to exist before the decision. In this case, the vote must be by roll call, and those members who voted to accept the proposal are considered to have renounced their membership. This provision also applies mutatis mutandis to the assembly of representatives, with the fact that the representatives cannot accept a proposal for the dissolution of the cooperative if the cooperative has received written statements from at least three members who were not elected as representatives that they do not agree with the dissolution of the cooperative before its assembly.

Article 54 (distribution of property)

After the repayment of creditors in bankruptcy or the liquidation of the cooperative, the voluntary shares are returned to the members first, and then the mandatory shares.

Other assets of the cooperative that remain after the repayment of creditors and the return of shares are distributed among the members in proportion to their shares.

FINAL PROVISION

Article 55

In matters not specifically determined by these rules or other acts of the cooperative, the provisions of the Act on Cooperatives shall apply.

In Ljubljana, May 13, 2023

Director of the cooperative:

Name and surname

Tadej Slapnik