

## MINUTES

### OF THE EXTRAORDINARY GENERAL MEETING

held on 8 March 2019, from 9:30 am through 5:30 pm, at the conference centre Wöllhaf, Airport Cologne/Bonn, room 9, of the

### EUROPEAN INDUSTRIAL HEMP ASSOCIATION e. V.

having its seat in Hürth.

1. Mr. Mark Reinders, first chairman of the board (president) (hereafter referred to in short as “**chairman**”) acted as chairman of the meeting and opened the meeting at 9.30 am, greeted those present and declared that the general meeting had been regularly called and may validly deliberate.

2. Then the chairman announced the following agenda:

1. Appointment of the secretary – Michael Carus was unanimously appointed secretary;

2. Election of a new board (TOP 1);

3. Amendment of the articles (TOP 2) of

a. §4.1 in

„1. The EIHA has regular and associated members.

A regular member may only be a natural or legal person active in the business of cultivating, processing or trading hemp plants, hemp straw, fibres, shives, seeds or flowers.”

b. §4.2 in

„2. An associated entity may only be a natural person. Associated persons support the objects of the EIHA. They may freely participate in meetings and are entitled to speak and deliberate.”

c. §4.3 in

„3. **Voting rights**

Each regular member is entitled to ten votes plus the following additional votes:  
For a member with an annual turnover in the hemp sector of

EUR 1 million - EUR 3 million one vote,

EUR 3 million - EUR 6 million	two votes,
EUR 6 million - EUR 10 million	three votes,
EUR 10 million - EUR 20 million	four votes and
More than EUR 20 million	five votes.

The member's annual turnover as per the last financial report before the respective meeting shall be determining. Each associated member is entitled to one vote each. Members established or residing outside Europe are not entitled to vote on decisions concerning European issues and queries."

d. §4.5 in

„5. Membership should be applied for in writing to the association's board. The board shall decide on the application. No member should be admitted who may be excluded according to the provisions of the articles unless the board decides otherwise by a two-third majority."

e. §4.7 in

„7. If there are grave reasons, the board may decide to exclude a certain member of the board. A member may be excluded for violating the articles and the association's interests, violating resolutions and provisions of the association, damaging the association's reputation or failing to pay membership fees for more than six months. A grave reason is considered in particular if a member is or becomes an affiliate company of a regular member of the association within the meaning of §15 of the German Stock Corporation Act unless the board decides otherwise by a two-third majority."

f. §5 in

„The EIHA is financed by membership fees and donations. Each member shall pay a membership fee. The annual membership fee shall be determined by the general meeting."

g. §8.3 in

„The chairman and the two vice chairmen of the board and the remaining board shall be elected by the general meeting for a duration of two years. The dismissal of single or all board members requires a two-third majority of votes. A board member may be reelected. Board membership shall become effective directly after the election has been accepted.

The board members shall be elected individually provided the general meeting has not decided on another voting procedure. In particular, an overall vote (also referred to as block voting) may be resolved for all or part of the board members.

h. §9.2 is cancelled; accordingly §9.3 now becomes §9.2 and §9.4 §9.3.

i. §10 Cash audit in

„The association’s accounts are scrutinized annually by a cash auditor to be appointed by the general meeting. He/she shall submit the respective balance sheets no later than nine months after the end of the fiscal year and submit a written report at the next general meeting.”

j. §13 Minutes in

„Minutes are to be drawn up of all official meetings of the association’s organs. These minutes shall be made available to all members and submitted to the head office for redistribution within two months of the meeting.”

4. Miscellaneous

There were no objections to this agenda.

5. Then the agenda dealt with the next point:

k. TOP 1 Election of a new board

Then a new board was elected as follows:

- Mrs. Catherine Wilson,  
born on 5 March 1968,  
residing in Brighton (United Kingdom),  
  
with 195 yes-votes, 14 no-votes and 2 abstentions;
- Mr. Philippe Heusele,  
born on 10 July 1961,  
residing in Chanconin, Neufmontiers (France),  
  
with 177 yes-votes, 1 no-vote and 33 abstentions;
- Mrs. Rachele Invernizzi,  
born on 8 July 1967,  
residing in Crispiano (Italy),  
  
with 187 yes-votes, 12 no-votes and 12 abstentions.
- Mr. Boris Bañas,  
born on 4 February 1975,  
residing in 02601 Dolný Kubín (Slovak Republic),  
  
with 210 yes-votes, 0 no-votes and 1 abstention.

The candidates elected accepted the vote. Bernd Frank, Daniel Kruse and Mark Reinders shall remain members of the board. Sylvestre Bertucelli, John Hobson and Olivier Joreau resigned from the board.

Without opposing candidates, Mark Reinders was elected unanimously and without any abstentions first chairman (president); without opposing candidates, Philippe Heusele was elected second chairman with 189 yes-votes and 22 abstentions; without opposing candidates, Bernd Frank was elected unanimously and without abstentions third chairman (treasurer); all three accepted the vote.

b) TOP 2 Amendment of the articles

Then the amendment of the articles, proposed in the summons under TOP 3.a through 3.j was resolved

with 211 yes-votes, 0 no-votes and 0 abstentions.

TOP 3 – Miscellaneous

- Discussion and strong support for equal treatment and representation of all areas of hemp utilisation (agriculture, whole plants, fibres, shives, seeds and CBD) by the association.
- Close cooperation with hemp associations in the US and Canada is to be pursued.
- The new managing director Lorenza Romanese presented her lobbying in Brussels on CBD and the CAP reform.
- Special arrangements for membership of farmers, universities and start-ups were discussed; the board should elaborate viable proposals.
- Regular members should be involved in the discussions via e-mail interest groups.
- Comprehensive information and discussions on Novel-Food & CBD-strategy.
- The extraordinary general meeting voted on increasing the EIHA's annual budget to 179.000 EUR.

<b>Proposal voted on 8th of March 2019 in the GM</b>	<b>Proposal Fee</b>	<b>Estimated no. Members</b>	<b>Revenues</b>
Associate members: 350 €/year & 1 Vote	<b>350 €</b>	100	<b>35.000 €</b>
Regular members: 2500 €/year & 10 votes			
plus depending on turnover in the hemp part of the business:			
< 1 Million € per year -> + 0 €/year = 2,500 €/year = 10 votes	<b>2.500 €</b>	40	<b>100.000 €</b>
1 – 3 Million € per year -> + 1,500 €/year = 4,000 €/year = 11 votes	<b>4.000 €</b>	1	<b>4.000 €</b>
3 – 6 Million € per year -> + 3,000 €/year = 5,500 €/year = 12 votes	<b>5.500 €</b>	6	<b>33.000 €</b>
6 – 10 Million € per year -> + 4,500 €/year = 7,000 €/year = 13 votes	<b>7.000 €</b>	1	<b>7.000 €</b>
10 – 20 Million € per year -> + 6,000 €/year = 8,500 €/year = 14 votes	<b>8.500 €</b>	-	- €
> 20 Million € per year -> + 7,500 €/year = 10,000 €/year = 15 votes	<b>10.000 €</b>	-	- €
		<b>148</b>	<b>179.000 €</b>

The vote was carried unanimously with 211 votes.

- Daniel Kruse put the following point to the vote: „In case an EIHA member is prosecuted for, i.a. administrative fees, a penalty or other, would you agree that the EIHA "joins a class action suit" to support the member (idea of Mr. Piper, Esq.)?"

Result: 33 no-votes, 53 abstentions, 125 yes-votes. Thus the majority voted in favour.

Then general association matters were discussed but none was put to a formal vote.

**Novel Food VO:** Would you agree to initiate a NF-registration in the EIHA's name parallel to lobbying efforts in Brussels? A large majority of the members agreed but there was no regular vote.

Daniel Kruse presented the costs to be expected: e.g. Intertek EUR 700.000 – 1.000.000.000; other service providers approximately EUR 250.000 – 350.000.

The HempConsult survey revealed:

- Processing fee: approximately EUR 60.000 – 80.000
- Toxicology studies: EUR 150.000 – 250.000

The EIHA will draw up a proposal and concept in the second quarter of 2019.

#### **Lorenza Romanese:**

Proposes a monthly newsletter to improve communications.

Furthermore: Redesigning the EIHA-website; Lorenza shall present a proposal to be submitted to the board.

Press releases, call for action by members: Distribution of press releases among their national media contacts. Hanka offered to assist with the communications strategy.

**Daniel Kruse: THC-limits in foodstuffs.** „Would you like the EIHA to carry out a toxicological study/test for THC to obtain NOAEL -> lesser uncertainty factor -> higher THC-value in foodstuffs?“ There will be a vote when all data and costs are known and the board developed a concept. The EIHA shall draw up a proposal and concept in the second quarter of 2019.

**EIHA will elaborate a questionnaire** to be distributed among the members on the questionnaire to be sent to the EU Commission by 1 September 2019 on plants and seeds in the EU. The members agreed transfer relevant data. Lorenza Romanese and Dominik Vogt will be in charge of this dossier.

The agenda being exhausted, the chairman adjourns the meeting at 5.30 pm.

Hürth, on 30 March 2019