

Byelaws of the European Outdoor Group

as of Dec. 1st, 2025

I Name and Business Seat

Article 1

The Association was formed pursuant to Art. 60 ff of the Swiss Civil Code and shall be known as “European Outdoor Group” (EOG). The Association shall be in existence for an unlimited period.

Article 2

The Association shall have its business seat in Zug, Switzerland.

II Objective and Purpose

Article 3

The purpose of the Association is to act in the common interest of the European outdoor industry and to represent these interests.

The association sees itself as the voice of the industry and as a platform to foster collaboration within the sector. Its tasks, in particular, include safeguarding and promoting the interests of its members in the following areas:

- Representation of interests vis-à-vis government bodies and non-governmental organizations
- Trade fairs and exhibitions
- Market and sales
- Public relations
- Standardization work
- Exchange of experience and use of synergies

The purpose of the association is not directed towards conducting commercial business activities. Further tasks may be added in the future.

III Membership

Article 4

Membership of the Association shall be limited to legal entities of the European outdoor industry that are willing to recognise and promote the objectives of the Association. A member of their board, or a senior manager, shall represent companies that are members of the Association. A Membership Committee shall review applications.

Article 5

Each member shall pay an annual membership fee, which becomes due on February 1 of each year following the issuance of the invoice in January. New members shall pay a pro-rated membership fee for their first year of membership, calculated according to the month of their admission. The amount of the membership fee shall be determined by the General Assembly in the form of a schedule of contributions, which does not form part of these Articles of Association.

Article 6

Membership shall terminate when:

- a) A member leaves the Association;
- b) A member is expelled from the Association;
- c) The legal entity is dissolved.

Members wishing to leave the Association shall announce their intention by sending written notice to the Association office, observing a 3-month notice period before the end of a calendar year.

Reasons for expulsion may include dishonorable conduct or actions that run counter to the interests of the Association. The Membership Committee shall be authorized to expel any member. Prior to an expulsion, members have the right to a hearing before the Membership Committee.

Members shall be notified of expulsion in writing and it shall have immediate effect. Members shall have the right to appeal an expulsion before the Board of Directors.

IV Governing Bodies of the Association

Article 7

The governing bodies of the EOG shall be:

- a) The Annual Meeting of Association Members;
- b) The Executive Board;
- c) The Presidium;
- d) The Membership Committee
- e) the Managing Director

The Annual Meeting of Association Members

Article 8

The Meeting of Association members shall be held once a year within the first six months. The Executive Board shall issue a written invitation to attend the Annual Meeting of Association Members, observing advance notice of at least 20 days and including an agenda. Motions from the membership shall be submitted to the Executive Board at least 10 days prior to the date of the membership meeting.

Article 9

Extraordinary meetings of the membership shall be held:

- At the invitation of the Executive Board;
- Upon written request of at least one fifth of Association members;

Invitations to such meetings shall be issued in writing, accompanied by an agenda, at least 20 days prior to the meeting.

Article 10

The Annual Meeting of Association Members shall have the following responsibilities:

- a) Approval of the annual report of the Executive Board;
- b) Approval of the annual accounts, the balance sheet and the report of the Audit body;
- c) Annual budget and determination of annual fees schedule of contributions;
- d) Election of the Presidium and the Executive Board;
- e) Handling of motions proposed by the Executive Board and by the membership;
- f) Bylaw amendments;
- g) Dissolution of the Association.

Article 11

Voting on resolutions of the Annual Meeting of Association Membership shall be conducted by open ballot, with a simple majority prevailing.

The majority of members in attendance may request secret balloting.

The President shall have the right to decide a tied vote.

Each legal entity shall be considered as one member and shall each have one vote unless absent.

Members who are involved in a legal transaction, a legal dispute, or a motion to exonerate between a member and the Association shall not be entitled to vote.

The General Assembly may be held as a physical meeting, by means of a written vote, by means of an electronic vote, or as a virtual meeting.

In the case of a virtual meeting, it must be ensured that both image and sound are transmitted to all participating members.

The Executive Board shall decide on the form in which the meeting is conducted.

Executive Board and Presidium

Artikel 12

The Executive Board shall consist of at least 6 members and of maximum 12 members, who are appointed for a term of 2 years by the Annual Meeting of Association Members. The Board Members shall be free to assign responsibilities within the Board.

The Executive Board shall have a quorum if at least 50% of Board members, including the President and/or Vice President, are present. Meetings shall be held at the request of the President or of a Board member. The President shall have the right to decide a tied vote. Each Board member shall have one vote.

Resolutions may also be adopted by way of written consent to a submitted motion, unless a member of the Executive Board requests oral deliberation.

In as much as Board members resign during their elected term, the Executive Board shall be free to replace them

at its discretion. Such replacements must be approved at the next meeting of association members.

The Executive Board shall, where possible, be constituted in such a way as to representatively reflect the entirety of the ordinary members of the Association. In doing so, care shall be taken to ensure the inclusion of at least one representative of the trade sector, an appropriate geographical distribution, and a composition comprising at least 40% female and male members.

Artikel 13

The Presidium shall consist of:

- a) President; b) Vice-President; c) Treasurer;

The Presidium shall be elected by the General Assembly. The Presidium shall be composed of members of the Executive Board.

Both the Executive Board and the Presidium may be elected for a maximum of two consecutive terms of office. Board membership can be prolonged by two terms by taking over a role in the Presidium. The Presidium shall, where possible, include female and male members.

Artikel 14

The Executive Board shall make independent decisions within the scope of its tasks and authorizations. In particular, the Executive Board shall have the following obligations and authorizations:

- a) To prepare and implement the Ordinary and Extraordinary Meetings of Association members;
- b) To compose bylaws, motions, and regulations;
- c) To execute tasks, including the allocation and monitoring of payments from the budget approved by the Annual Meeting of Association Members;
- d) Authorization to establish and operate an EOG business office, as soon as its funding is assured; Announcement of Managing Director
- e) To appoint the Membership Committee;
- f) to perform all other tasks that are not the responsibility of the Annual Meeting of Association Members

Artikel 15

The Presidium and the Managing Director represent the Association towards the outside world. The President and/or the Vice President and/or the treasurer shall be authorized to sign in the name and on behalf of the Association either jointly or together with the Managing Director.

To simplify business operations, the managing director is also authorized to sign alone for agreements with a value of up to EUR 10,000.

Internal Revision

Article 16

The fiscal year of the Association shall coincide with the calendar year. Annual accounts shall be reconciled at the end of the year, with an inventory of funds.

Article 17

Since the association is not obliged under Article 69b of the Swiss Civil Code to undergo an ordinary or limited audit, it opts for a voluntary audit to be carried out by an internal auditing body.

Artikel 18

The Internal Audit Body is elected by the Executive Board. It may be a natural or legal person. It must be independent in its audit work and may not be a member of the Executive Board.

The duties of the Internal Audit Body include the examination of the annual financial statements and the bookkeeping, as well as — if applicable — the financial report. It shall submit a written report to the General Assembly. The term of office is one year; re-election is permitted.

Membership Committee

Article 19

The Membership Committee shall be comprised of a minimum of 4 and a maximum of 6 members that shall be appointed for a term of 2 years by the Executive Board. Composition will be a minimum of 2 Board members, with the balance being made up from the membership. The Membership committee shall be Chaired by the President of the EOG and the Committee will review applications and accept or expel members. In the case of a tied vote on a decision regarding membership, the Chair shall have the casting vote.

Managing Director

Article 20

The Managing Director shall be appointed by the Executive Board. The Presidium shall determine the terms of his or her employment.

The Managing Director shall conduct the affairs of the Association on behalf of, and in agreement with, the Presidium.

The Managing Director shall be accountable to the Executive Board and to the General Assembly.

The Managing Director shall participate in assemblies and meetings in an advisory capacity and may, by resolution of the Presidium, be appointed to chair such assemblies and meetings.

V Finances

Article 21

The assets of the Association shall be composed of: the founding contributions and annual fees of members; surpluses from the business activity; earnings of the Association for services provided; gifts; contributions from events; and bequests.

Article 22

The Association shall only be liable up to the amount of the Association assets. The personal liability of members shall be void.

Members whose membership has expired prior to dissolution of the Association shall not be entitled to any share of the Association assets.

Article 23

The Association shall be authorized to run a business office and to bear the costs for said business office.

IV Final provisions

Article 23

a) Meeting of Association Members:

Bylaws amendments shall require a 2/3 voting majority of the members in attendance.

b) In writing:

Bylaws amendments may also be announced in writing. Such amendment proposals must be approved by the majority of members in writing to become valid.

Article 24

In the event of the dissolution of the Association, the Annual Meeting of Association Members must decide on the distribution of the liquidation proceeds. If distribution in equal amounts is not possible, the assets must then be distributed as decided by a membership vote with a 2/3 majority.

Article 25

Languages

The Association languages shall be German and English. In case of translation discrepancies, the English version shall prevail.

The above bylaws were accepted at the General Meeting of December 1st, 2025, in Munich.

Munich, 01.Dezember 2025

President

Treasurer

David Ekelund

Achim Löffler