

## 29<sup>TH</sup> ANNUAL GENERAL MEETING

Nordic Chamber of Commerce in the Czech Republic

### LETTER OF INVITATION

The Management Board of the Nordic Chamber of Commerce in the Czech Republic takes pleasure in inviting you to its 29<sup>th</sup> Annual General Meeting (AGM). The AGM will be held in accordance with Article 9 of the Chamber's Articles of Association and will take place on **March 13, 2024 from 16.00** at Butique hotel JALTA, Václavské náměstí 41, Prague 1

The suggested Agenda of the AGM is enclosed.

#### Keynote Speaker:

### Mr. Martin Kupka, Minister of Transport CR

The AGM has proven to be a forum to review the Chamber activities and to discuss suggestions regarding its future and development. The Board invites all members to prepare their proposals in this respect.

Management Board comments on some points of the suggested Agenda.

#### Changes of Articles of Association:

##### *Current wording*

12.1 The Chamber shall be managed by Management Board ("Board") consisting of **eleven** members. The election of the members of the board is set out in paragraph 13 below. The power to appoint, suspend and dismiss members of the Board shall be vested upon the General Meeting; the power of the Board to co-opt new members as per paragraph 12.5 hereof remains thereby unaffected.

12.3 The Board shall appoint from among its members the President of the Chamber, **two** Vice-presidents and Treasurer. **President, two Vice-presidents and Treasurer** shall be recorded in the Commercial register.

12.4 The term of office of the members of the Board is two years. Members of the Board may be re-elected.

12.7 In case a person ceases to be member of the Chamber, such person (or its representative) shall resign from the position of the member of the Board.

14.1 Regular meetings of the Boards shall be held once in two months. Extraordinary Board meetings may be held if more than three members so request. Members of the Board shall be notified in writing about the agenda of the meeting. Invitations should be distributed at least 10 days prior to the scheduled day of the meeting; however, a meeting can be held without observance of this provision if all members of the Board agree thereto.

14.2 The Board shall form a quorum when at least five of its members are present. All resolutions by the Board shall be adopted with a majority of votes. Each member of the Board has one vote. In case of a tie, the President of the Chamber (if present) has the casting vote.

*Proposed changes effective as of 14 March 2024*

Article 12. par. 12.4 shall change and read as follows:

The term of office of the members of the Board is two years, **with exception of the term of office of four members of the Board, who received the least votes in the last election within the full-fledged member's vote held in 2024 and whose term of office ends on 31 December 2025.** Members of the Board may be re-elected.

Article 12. par 12.7 shall change and read as follows:

In case a person ceases to be member of the Chamber, such person **including its representative** ceases to be a member of the Board.

New Article 12. par. 12.8 shall read as follows:

**The member of the Board may substitute at its discretion its representative representing the member at the Board by any other person who shall represent this member at the Board, or remove such representative without substituting him or her, in that case such member of the Board ceases to be a member of the Board and the remaining members of the Board may co-opt a new member of the Board as per paragraph 12.5.**

*Proposed changes effective as of 1 January 2026*

Article 12. par. 12.1 shall change and read as follows:

The Chamber shall be managed by Management Board ("Board") consisting of **seven** members. The election of the members of the board is set out in paragraph 13 below. The power to appoint, suspend and dismiss members of the Board shall be vested upon the General Meeting; the power of the Board to co-opt new members as per paragraph 12.5 hereof remains thereby unaffected.

Article 12. par. 12.3 shall change and read as follows:

The Board shall appoint from among its members the President of the Chamber, **one** Vice-president and Treasurer. **President and Vice-president** shall be recorded in the Commercial register.

Article 12. par. 12.4 shall change and read as follows:

The term of office of the members of the Board is two years. Members of the Board may be re-elected.

Article 14. par. 14.1 shall change and read as follows:

Regular meetings of the Boards shall be held once in two months. Extraordinary Board meetings may be held if more than **two** members so request. Members of the Board shall be notified in writing about the agenda of the meeting. Invitations should be distributed at least 10 days prior to the scheduled day of the meeting; however, a meeting can be held without observance of this provision if all members of the Board agree thereto.

Article 14. par. 14.2 shall change and read as follows:

The Board shall form a quorum when at least **four** of its members are present. All resolutions by the Board shall be adopted with a majority of votes. Each member of the Board has one vote. In case of a tie, the President of the Chamber (if present) has the casting vote.

***Election Year:***

*This year IS election year of the Management Board.*

The formal program will be followed by a casual cocktail.

**Management Board invites the members to show their continuous interest in the Chamber and its activities through their participation.**

Prague, 15 February, 2024

**Björn Mattsson**  
President