

/Stamp: REGISTERED IN
THE REGISTER OF LEGAL ENTITIES
2 September 2022
Code 302842427/

Public Institution “Gyvunu geroves iniciatyvos”
(name of public institution)

ARTICLES OF ASSOCIATION

I. GENERAL PROVISIONS

1. PI “Gyvunu geroves iniciatyvos” (hereinafter – the Institution) is a public legal entity with
(name of public institution)
limited civil liability, acting in compliance with these Articles of Association, the Civil Code of the Republic of Lithuania, the Law on Public Institutions of the Republic of Lithuania (hereinafter – the Law on Public Institutions), other laws and other legal acts of the Republic of Lithuania.
2. The legal form of the institution – a public institution.
3. The period of activity of the institution is unlimited.
(unlimited; time limit)
4. Financial year of the institution – 1 January – 31 December.
(start) (end)

II. AIMS OF THE INSTITUTION’S ACTIVITIES

5. Aims of the Institution’s activities:
 - 5.1. To solve the reasons of animal welfare problems by preventing the consequences.
 - 5.2. To stop cruelty to animals;
 - 5.3. To seek appropriate legal regulation in the field of animal welfare;
 - 5.4. To influence animal welfare policy formation;
 - 5.5. To protect the public interest and form practice in the field of animal welfare;
 - 5.6. To provide assistance to animals and strive to ensure their welfare in Lithuania and abroad;
 - 5.7. To seek protection of animal rights;
 - 5.8. To contribute in reducing the number of homeless animals;
 - 5.9. To encourage people to adopt animals from shelters;
 - 5.10. To educate and inform the society about animal welfare;
 - 5.11. To raise the level of animal welfare in Lithuania.
6. Types of activity of the Institution according to the classification of Types of Economic activities:
 - 6.1. Preparatory printing and media activities (18.13)
 - 6.2. Other printing (18.12)
 - 6.3. Publishing activities (58)
 - 6.4. Motion picture, video and television programme production activities (59.11)
 - 6.5. Other information service activities (63.9)
 - 6.6. Other financial service activities, not elsewhere classified, except insurance and pension fund accumulation (64.99)
 - 6.7. Legal activities (69.1)
 - 6.8. Public relations and communication activities (70.21)
 - 6.9. Photographic activities (74.20)
 - 6.10. Other professional, scientific and technical activities, not elsewhere classified (74.90)

- 6.11. Photocopying, document preparation and other specialized office support activities (82.19)
- 6.12. Education (85)
- 6.13. Other education (85.5)
- 6.14. Other education, not elsewhere classified (85.59)
- 6.15. Educational support activities (85.60)
- 6.16. Artistic creation (90.03)
- 6.17. Activities of membership organizations (94)
- 6.18. Activities of other membership organizations, not elsewhere classified (94.99)
- 7. The Institution may organize or carry out other economic activities that do not conflict with the Institution's Articles of Association and operational objectives and are necessary to achieve its aims.

III. OBJECTIVES OF ACTIVITIES

- 8. In order to achieve these goals, the Institution, in accordance with the requirements of the legal acts of the Republic of Lithuania, performs the following tasks:
 - 8.1. prepares complaints to the courts of the Republic of Lithuania in cases of cruelty to animals in accordance with the procedure established by legal acts;
 - 8.2. prepares statements regarding cruelty to animals in administrative and criminal cases;
 - 8.3. provides legal consultations to natural persons on cruelty to animals;
 - 8.4. cooperates and advises animal shelters on legal issues related to cruelty to animals;
 - 8.5. prepares and submits proposals for legal acts and laws on ensuring the welfare of animals;
 - 8.6. in accordance with the procedure established by legal acts, participates in the drafting of legal acts and prepares them in the field of ensuring the welfare of animals, their care and custody;
 - 8.7. examines legislation and/or draft legislation, provides independent conclusions and/or comments and proposals on draft legislation to interested persons or drafters of legislation;
 - 8.8. encourages people to contribute to the Institution's activities by volunteering their time for activities that achieve the Institution's goals;
 - 8.9. organizes, coordinates and empowers volunteers and supporters of the Institution to achieve the Institution's goals;
 - 8.10. attracts and collects funds;
 - 8.11. encourages people and business to contribute financially to the Institution's activities;
 - 8.12. submits applications and requests to domestic and foreign funds, cooperates with public or private structures that can support the Institution;
 - 8.13. sells the Institution's attributes and other goods;
 - 8.14. sells educational publications;
 - 8.15. creates and markets educational content on the Internet;
 - 8.16. participates in state and society processes related to ensuring the welfare of animals, their care;
 - 8.17. conducts public educational activities about animals;
 - 8.18. creates and distributes advertising or other educational material (videos, publications, etc.) aiming at these goals, creates content on social networks, cooperates with the media, creators of online content;
 - 8.19. organizes and prepares lectures, seminars, trainings, discussions, courses and practical sessions;
 - 8.20. organizes public events, actions, protests, demonstrations, discussions and other events aimed at drawing attention to cruelty to animals;
 - 8.21. organizes representative and other events related to animal care and custody issues;

- 8.22. educates the society by publicizing stories about sheltered animals;
- 8.23. creates and fills in a map of places in Lithuania where people can visit with animals;
- 8.24. cooperates with legal entities of the Republic of Lithuania and abroad and international organizations;
- 8.25. maintains relations with public organizations pursuing a similar direction and similar goals;
- 8.26. cooperates with state, municipal institutions, police in order to ensure the prevention of cruelty to animals;
- 8.27. collects and allocates support to animal rights organizations and animal guardians operating in Lithuania and abroad; provides assistance to animals affected by war, natural disasters, and other humanitarian crises;
- 8.28. analyses information and gives a speech in mass media;
- 8.29. protects public interests in the area of ensuring the welfare of animals, their care and custody, carries out other activities beneficial to society;
- 8.30. participates in European Union and other international support contests and programs, prepares and submits applications to receive funds from structural funds;
- 8.31. implements projects that educate the public about animal welfare;
- 8.32. performs other economic and commercial activities that do not conflict with legal acts, necessary to achieve the Institution's goals.

IV. PROCEDURE FOR ADMISSION OF NEW PARTNERS (OWNERS)

- 9. A person can become a new partner (owner), accepted as a partner (owner) or having acquired (inherited, purchased or acquired in other ways) the rights of the partner (owner).
- 10. A person is accepted as a partner (owner) in the following order:
 - 10.1. a person wishing to become a partner (owner) submits an application to the Manager of the Institution to become one; in the person's application shall be included his/her data (name, surname, personal identification number (if the person does not have one – date of birth), place of residence or address for correspondence; name of legal entity, legal form, code, address, representative's name, surname, person's identification code (if the person does not have one – date of birth), expressed acceptance of the objectives of the Institution's activities and indicated the person's expected contribution to the partners' (owners') capital, the size of this contribution (when the expected contribution is money) or value (when the expected contribution is tangible or intangible assets) (in euros) and the deadline for transferring the contribution to the Institution;
 - 10.2. a person is accepted as a partner (owner) by decision of the general meeting of partners (owners);
 - 10.3. after the general meeting of partners (owners) makes a decision to accept a partner (owner), a person who wishes to become a partner (owner) becomes one by handing over the contribution specified in his/her application to the Institution.
- 11. A person who has acquired partner's (owner's) rights becomes a partner (owner) in the following manner:
 - 11.1. The fact that he/she has acquired the rights of a partner (owner) shall be notified in writing to the Manager of the Institution and at the same time he/she shall submit to him/her a document certifying the acquisition of the rights of a partner (owner) or its extract. If an extract of the document is provided, it shall specify the parties to the transaction of acquisition of partner (owner) rights, the object of the transaction, the date of the transaction, as well as the value of the contributions of the partner (owner) who transferred the partner's (owner's) rights to the partners' (owners') capital, if it is specified in the document certifying the acquisition of partner's (owner's) rights. The notice shall specify: the partner (owner) who

transferred the rights of the partner (owner) (name, surname of the natural person, personal identification number (if the person does not have one – date of birth); name of the legal entity); a person who has acquired the rights of a partner (owner) (name, surname of a natural person, personal identification number (if the person does not have one – date of birth), address of place of residence or address for correspondence; name of legal entity, registered office, code, name and surname of the representative); date of acquisition of partner (owner) rights;

- 11.2. The value of the contribution of the person who became a partner (owner) to the partners' (owners') capital corresponds to the value of the contributions of the partner (owner) who transferred the rights of the partner (owner).
12. After a person wishing to become a partner (owner) performs the actions specified in the Articles of Association or after a person who has acquired the rights of a partner (owner) performs the actions specified in the Articles of Association, the Manager of the Institution registers a new partner (owner) and the value of his/her contribution in the Institution's documents within 2 working days.
13. After completing the actions specified in the Articles of Association, a document confirming the value of his/her contributions is issued to the new partner (owner).

V. PROCEDURE FOR SELLING PARTNER'S (OWNER'S) RIGHTS TO OTHER PERSONS

14. A partner (owner) must notify the Manager of the Institution in writing about the intention to sell the partner's (owner's) rights (at the same time, indicate the selling price of the partner's (owner's) rights).
15. Within 5 days from the day of receiving the partner's (owner's) notice, the Manager of the Institution informs the other Institution's partners (owners) about it in the manner specified in the Articles of Association (at the same time indicates the partner (owner) who is selling the partner's (owner's) rights and the selling price of the partner's (owner's) rights) and calls a general meeting of partners (owners) in order to make a decision on the Institution's partner (owner), who would buy the partner's (owner's) rights being sold, in accordance with the procedure established by the Articles of Association.
16. If it becomes clear at the general partners (owners) meeting that none partner (owner) of the Institution buys the partner's (owner's) rights at the set price, the partner (owner) intending to sell the partner's (owner's) rights may sell them to another person.
17. If the partner (owner) of the Institution is one person, the partner's (owner's) rights are sold to a natural or legal person chosen by this partner (owner) without performing the actions specified in paragraphs 14–16 of the Articles of Association.

VI. PROCEDURE FOR TRANSFERRING PARTNERS (OWNERS) CONTRIBUTIONS TO THE INSTITUTION

18. Partners' (owners') contributions are transferred to the Institution in the following order:
 - 18.1. money is deposited into the Institution's account;
 - 18.2. tangible and intangible assets are transferred to the Institution after the deed of property transfer is drawn up; the deed is signed by the person transferring the property (founder, partner (owner), person wishing to become a partner (owner) and the Manager of the Institution; together with the property transferred to the Institution, an assessment report of this property is submitted, which must be drawn up no later than 6 months before the transfer of the property to the Institution; property valuation is carried out at the expense of the owner of the transferred property.

VII. BODIES OF THE INSTITUTION

19. Bodies of the institution – the general meeting of partners (owners), single-person management body – the Manager of the Institution.
20. The competence of the general meeting of partners (owners), as well as the procedure for appointing and recalling the Manager of the Institution and his/her competence does not differ from those specified in the Law on Public Institutions.
21. The general meeting of partners (owners) is called by the Manager of the Institution.
22. The Manager of the Institution notifies each partner (owner) about the convened general meeting of partners (owners) no later than 14 days before the day of the meeting, in accordance with the procedure established in Chapter X of the Articles of Association.
23. The general meeting of partners (owners) may be convened without complying with the deadline specified in paragraph 22 of the Articles of Association, if all partners (owners) agree to this in writing.
24. At the general meeting of partners (owners), all partners (owners) have one vote.
25. Decisions of the general meeting of partners (owners) are made by a simple majority of the votes of the partners (owners) participating in the meeting, except for the following decisions, which are made by a majority of 2/3 (two-thirds) of the votes of the partners (owners) participating in the meeting:
 - 25.1. the decision on the reorganization of the Institution and approval of the reorganization conditions;
 - 25.2. the decision to restructure the Institution;
 - 25.3. the decision to liquidate the Institution or revoke its liquidation.
26. If the partner (owner) of the Institution is one person, he/she is called the owner of the Institution and his/her written decisions are equated to the decisions of the general meeting of partners (owners).

VIII. PROCEDURE FOR ESTABLISHMENT OF BRANCHES AND REPRESENTATIVE OFFICES AND TERMINATION OF THEIR ACTIVITIES

27. Decisions to establish branches and representative offices of the Institution, to terminate their activities, as well as to approve the regulations of branches and representative offices, appoint and dismiss managers of branches and representative offices, are made by the Manager of the Institution.

IX. PROCEDURE FOR SUBMITTING DOCUMENTS AND OTHER INFORMATION ABOUT THE INSTITUTION'S ACTIVITIES TO PARTNERS (OWNERS)

28. At the partner's (owner's) written request, no later than within 7 days from the date of receipt of the request, the documents of the Institution shall be presented to him/her for familiarization during the working hours of the Institution at its registered office or at another place specified by the Manager of the Institution, where the documents are stored. Copies of these documents can be sent to the partner (owner) by registered letter to the address indicated by the partner (owner) to the Institution, or delivered by signature or electronic means of communication.
29. The Institution's documents, their copies or other information are provided to partners (owners) free of charge.

X. PROCEDURE FOR PUBLICATION OF PUBLIC NOTICES AND ANNOUNCEMENTS

30. When the Institution's announcements must be published publicly, they are published in the electronic publication "Public Notices of Legal Entities" of the Register of Legal Entities of State Enterprise Centre of Registers.
31. Other notices of the Institution to partners (owners) and other persons are sent by registered letter or delivered by signature or electronic means of communication. When notices are sent to the partner (owner) by registered mail, they are sent to the address provided by the partner (owner) to the Institution. Urgent notices can be transmitted by means of electronic communication, the originals are sent to the addressee on the same day by registered mail or delivered by signature.
32. The Manager of the Institution is responsible for sending messages on time or delivering them by signature.

XI. PROCEDURE FOR PRESENTING INFORMATION ABOUT THE INSTITUTION'S ACTIVITIES TO THE PUBLIC

33. The Institution's activity report must be submitted to the Register of Legal Entities and published on the Institution's website no later than within 5 working days after the ordinary general meeting of partners (owners).
34. Other information that is presented to the public and determined by the general meeting of partners (owners) published on the Institution's website, if the Institution has it.
35. Conditions must be created for third parties to familiarize themselves with the Institution's activity report and other information presented to the public at the Institution's registered office during the Institution's working hours.

XII. PROCEDURE FOR AMENDMENT OF THE ARTICLES OF ASSOCIATION

36. The procedure for amendment of the Articles of Association does not differ from that specified in the Law on Public Institutions.

The Articles of Association signed on 30 August 2022 in Vilnius
(place)

Authorized person of
the sole partner (owner)

Beatrice Vaitiekunaite-
Pluske

/signature/
(signature)

/Official seal: REPUBLIC OF LITHUANIA *
NOTARY DALIA JUNGEVICIENE/

/Stitched, numbered and
stamped 6 sheets
Notary /signature/