

APPROVED AND REGISTERED
by the Ministry of Justice of the Republic of
Belarus on December 6, 2001
Registration Certificate No. 0000001

APPROVED AND REGISTERED
by the Ministry of Justice of the Republic of
Belarus on March 20, 2002

APPROVED AND REGISTERED
by the Ministry of Justice of the Republic of
Belarus on August 22, 2003

APPROVED AND REGISTERED
by the Ministry of Justice of the Republic of
Belarus on April 15, 2004

APPROVED AND REGISTERED
by the Ministry of Justice of the Republic of
Belarus on August 23, 2004

APPROVED AND REGISTERED
by the Ministry of Justice of the Republic of
Belarus on June 23, 2005

ADOPTED
by the Constituent (IV) Assembly of the Belarusian
Chamber of Commerce and Industry (BelCCI) on
October 16, 2001

Alterations and addenda to the Statute were approved
by the Board of BelCCI
Minutes No. 2 dated March 5, 2002

Alterations and addenda to the Statute were approved
by the Board of BelCCI
Minutes No. 2 dated July 31, 2003

Alterations and addenda to the Statute were approved
by the Board of BelCCI
Minutes No. 1 dated March 19, 2004

Alterations and addenda to the Statute were approved
by the Board of BelCCI
Minutes No. 2 dated August 4, 2004

Alterations and addenda to the Statute were approved
by the Board of BelCCI
Minutes No. 3 dated June 6, 2005

Alterations and addenda to the Statute (Statute
revision) were adopted by the V Extraordinary
Congress of BelCCI
on April 22, 2006

Ministry of Justice of the Republic of Belarus STATE REGISTRATION of alterations and addenda to the Statute, made by Resolution No. 272 dated June 29, 2006, in the Unified State Register of Legal Entities and Individual Entrepreneurs under No. 100116880 Registration Certificate No. 0000001 Signature: (Signed)

Official seal: Ministry of Justice of the Republic of Belarus

STATUTE

of the BELARUSIAN CHAMBER OF COMMERCE AND INDUSTRY

Minsk
2006

I hereby certify the authenticity of the translation with the copy of the original document.

Translated by Kristina S. Sekatskaya

Я, переводчик Секацкая Кристина Станиславовна, подтверждаю достоверность совершенного мной перевода текста документа с русского и белорусского языков на английский язык

Article I. GENERAL PROVISIONS

1. The Belarusian Chamber of Commerce and Industry (abbreviated name BelCCI), hereinafter referred to as BelCCI, is a voluntary union of legal entities and individual entrepreneurs, which is a non-governmental non-commercial organization established with a view to contributing to the development of business undertakings in the Republic of Belarus, integration thereof into the world economic system, creation of favorable conditions for strengthening foreign economic relations between the business companies and their foreign partners.

BelCCI was established (registered by the Minister of Justice of the Republic of Belarus on December 06, 2001, Registration Certificate No. 0000001) as a result of reorganization (reformation) of the Belarusian Chamber of Commerce and Industry Public Association (registered by the Minister of Justice of the Republic of Belarus on July 06, 1991; alterations and amendments to the Statute were approved and registered on October 20, 1994; October 02, 1996 (Certificate No. 0779); February 17, 1998; October 07, 1999 (Certificate No. 01046) into the non-governmental non-commercial organization.

The rights and obligations of the Belarusian Chamber of Commerce and Industry Public Association so reorganized transferred to BelCCI in corpore.

2. In its activities, BelCCI shall be governed by the Constitution of the Republic of Belarus; Law of the Republic of Belarus on the Chamber of Commerce and Industry, No. 208-3 dated June 16, 2003; Regulation of the Council of Ministers On Certain Issues of Activities of the Belarusian Chamber of Commerce and Industry, No. 110 dated January 27, 1998; other legislative acts, and this Statute.
3. BelCCI is an indivisible organization without any organizational structures, which performs its duties independently or through any legal entities established by it, including any unitary enterprises, and through its representative offices and branches which are not legal entities, in interaction with the Ministry of Foreign Affairs, other public administration and management bodies of the Republic of Belarus, local executive authorities, and the concerns, enterprises and organizations involved in foreign economic activity. BelCCI has established the following representative offices:
 1. The Representative Office in the Federative Republic of Germany located at the address: Messe-Allee 2, 04356, Leipzig, Federative Republic of Germany
4. BelCCI shall carry out its activities based on principle of legality, publicity, independence, voluntary association of the BelCCI Members, their equality, and non-interference of the Chamber of Commerce and Industry into the activities of its Members.
5. BelCCI is a legal entity; has its own isolated property belonging to it by the proprietary right; it may acquire any proprietary and personal non-proprietary rights in its own name, bear responsibility, and be a plaintiff and defendant in the court, open settlement currency and any other accounts with the banking institutions.
6. BelCCI shall be liable for its obligations with all property belonging to it. BelCCI shall not be liable for the obligations of its Members, and the Members of the Chamber of Commerce and Industry shall not be liable for the obligations thereof.
7. Any legal documents issued by BelCCI within its terms of reference shall be deemed valid and are in force within the entire territory of the Republic of Belarus.
8. BelCCI has its seal with the imprint of its emblem (Mercury's baton), and its stamps and letterheads with its company name.
9. BelCCI shall notify of its registration, reorganization or dissolution in the official editions ('Respublika' newspaper, etc.).
10. Paper work shall be carried out in BelCCI in accordance with established procedure. The documents, stipulated for by the legislation, shall be forwarded for storage to the appropriate institutions of the National Archive Stock located in the area where BelCCI has its legal address.
11. Legal address of BelCCI:
 - 11, Kommunisticheskaya Street, 220029 Minsk

Article II.

PURPOSES, TASKS, AND SUBJECT-MATTER OF ACTIVITIES OF THE BELARUSIAN CHAMBER OF COMMERCE AND INDUSTRY

12. BelCCI shall carry out its activities for contributing to the development of business undertakings in the Republic of Belarus, integration thereof into the world economic system, creation of favorable conditions

I hereby certify the authenticity of the translation with the copy of the original document.

Translated by Kristina S. Sekatskaya

Я, переводчик Секацкая Кристина Станиславовна, подтверждаю достоверность совершенного мной перевода текста документа с русского и белорусского языков на английский язык

for strengthening foreign economic ties between the subjects of such business undertakings and their foreign partners.

13. The main tasks of BelCCI shall be as follows:

Assistance in development of foreign economic ties between the subjects of business undertakings and foreign partners; increase of export of the Belarusian goods (work, services); attraction of foreign investments in the national economy;

Rendering practical assistance to the subjects of business undertakings in the development of production of competitive commodities, and in making trade operations in the foreign markets;

Representation and defense of interests of the Members of the Chamber of Commerce and Industry both in the Republic of Belarus and in any foreign countries;

Development and strengthening of ties with the chambers of commerce and industry, associations, unions of entrepreneurs, and other non-governmental organizations of any foreign countries;

Dissemination of information on export, industrial, scientific and technological potential of the Republic of Belarus, its national legislation in the field of foreign economic activities, practice and rules of international trade;

Carrying out consulting and informational activities pertaining to research and development of foreign markets, search of foreign partners for foreign economic cooperation, assistance in establishing contacts with the subjects of business undertakings of the Republic of Belarus;

Improvement of the specialists training and probation system in the field of foreign economic activities;

Organization of international and national exhibitions and fairs;

Execution of other duties imposed on the Chamber of Commerce and Industry by the legislation.

14. Subject of Activities of BelCCI aimed at solving of tasks set:

Assistance to any legal entities and individual entrepreneurs of the republic of Belarus in establishing scientific and technological, and industrial co-operation, development of other forms of foreign economic co-operation;

Assistance in expansion of export of Belarusian goods (work, services), identification of unused resources, new kinds of goods (work, services), and involvement thereof in the foreign trade turnover; business-planning;

Assistance to the Members of the Chamber of Commerce and Industry in inviting foreign delegations to the Republic of Belarus, conduct of meetings and negotiations;

Organization and conduct of the Economics Days, symposia and conferences, presentations of any legal entities and individual entrepreneurs of the Republic of Belarus and foreign states, in the Republic of Belarus and in any foreign countries;

Organization of training for the specialists in any issues of foreign economic activities, in the Republic of Belarus and any foreign countries; organization of other events aimed at raising the level of skills of the managers and specialists of any legal entities and individual entrepreneurs which/who are the Members of the Chamber of Commerce and Industry;

Consulting on any issues of exhibition and fair work;

Submission of information on exhibitions and fairs held in the Republic of Belarus and abroad;

Organization of joint participation of any legal entities and individual entrepreneurs of the Republic of Belarus in the exhibitions and fairs held in the Republic of Belarus and abroad;

Participation in organization of preparation and conduct of the exhibitions held in any foreign countries, and in the exhibitions held by any foreign countries in the Republic of Belarus;

Training of specialists of any legal entities and individual entrepreneurs of the Republic of Belarus in the issues of theory and practice of participation in the international exhibitions and fairs held in the Republic of Belarus and foreign countries;

Carrying out expert examination of quantity, quality, and complete set of any goods, raw stuff, and equipment; assessment of cost of any property; and consulting on such mentioned kinds of expert examination;

Issue and attestation of certificates of origin of goods, and identification of belonging of any goods (work, services) to the domestic manufacture, in accordance with the procedure established by the legislation;

Authentication of any documents used in the international economic turnover, in accordance with the procedure established by the legislation;

Certification of force majeure circumstances in accordance with the terms of any foreign trade bargains and the international treaties of the Republic of Belarus;

I hereby certify the authenticity of the translation with the copy of the original document.

Translated by Kristina S. Sekatskaya

Я, переводчик Секацкая Кристина Станиславовна, подтверждаю достоверность совершенного мной перевода текста документа с русского и белорусского языков на английский язык

Rendering assistance to any legal entities and individual entrepreneurs of the Republic of Belarus and foreign countries in elaboration and making tentative agreements, draft contracts, other documents required for carrying out foreign economic and business activities;

Representation and defense of interests of the BelCCI Members at carrying out, by the same, of foreign economic activities;

Exchange of commercial information with any foreign countries, international organizations, chambers of commerce and industry of such foreign countries;

Acquisition, procession and dissemination of information on the issues of foreign economic activities and business undertakings in the Republic of Belarus and foreign countries;

Publishing of catalogues, bulletins, magazines, other printed materials;

Rendering services related to creation and use of any intellectual property objects (inventions, useful dummies, production prototypes, trade marks, service marks, software products);

Letting any buildings, structures, capital assets on lease;

Carrying out other kinds of activities in compliance with the legislation.

15. Certain kinds activities which may be carried out only subject to obtaining a special license, shall be carried out by BelCCI only in case of availability of such license:

Carrying out passenger traffic and land transportation (excluding technological internal transportation of passengers and goods carried out by legal entities and individual entrepreneurs for their own needs) by motor vehicles, internal water transport, sea transport.

Article III

RIGHTS OF THE BELARUSIAN CHAMBER OF COMMERCE AND INDUSTRY

16. BelCCI shall be entitled to:

Act as a founder (member) of any legal entities or as property owner, in accordance with the procedure established by the legislation;

BelCCI shall be entitled to be a party (founder, member) only of legal entities which activity is aimed at attainment of the tasks of BelCCI;

Establish its representative offices and branches;

Be involved in business undertakings aimed at attainment of its statutory purposes and tasks;

Join any Belarusian and foreign federations, unions, associations, and other organizations interaction with which can contribute to more efficient attainment of the Chamber's purposes of activities;

Issue, in accordance with established procedure, permissions for accrediting, under BelCCI, of representative offices of any foreign and joint chambers of commerce, cooperation with which is of interest for BelCCI and its members;

Independently carry out its activities; establish its structure, staff, number of employees, forms and amounts of remuneration and material stimulation of their labor;

Publish catalogues, bulletins, magazines and other printed materials in order to assist in development of foreign economic ties and promote Belarusian goods to foreign markets;

Acquire and disseminate, without hindrance, any information related to activities of BelCCI;

Keep the register of commercial and non-commercial organizations and individual entrepreneurs of the Republic of Belarus involved in foreign economic activities, which/whose financial and economic standing evidences of their reliability as partners for business undertakings;

Establish arbitration tribunals (courts of arbitration) which jurisdiction, subject to consent of the parties, covers examination of civil legal disputes of any Belarusian and foreign subjects of business undertakings, and other economic disputes which fall within their jurisdiction by virtue of consent of the parties, the law, or any international treaty of the Republic of Belarus;

Have its own symbols (emblem, pennon, etc.) registered in accordance with established procedure;

Carry out any other actions and have the rights not in conflict with the legislation.

Article IV

MEMBERS OF THE BELARUSIAN CHAMBER OF COMMERCE AND INDUSTRY, THEIR RIGHTS AND OBLIGATIONS

17. Fixed membership in BelCCI is provided.

I hereby certify the authenticity of the translation with the copy of the original document.

Translated by Kristina S. Sekatskaya

Я, переводчик Секацкая Кристина Станиславовна, подтверждаю достоверность совершенного мной перевода текста документа с русского и белорусского языков на английский язык

Any legal entities and individual entrepreneurs may be BelCCI Members, which/who recognize the provisions of the Statute of BelCCI and comply with the same, pay membership fees, and which/whose activity is aimed at attainment of the tasks of BelCCI;

The legal entities and individual entrepreneurs which/who wish to become Members of BelCCI shall lodge their applications with the BelCCI Presidium, which considers the issue of admittance thereof to BelCCI members after membership fee payment.

Any legal entities, which are not BelCCI Members, shall participate in its activities through their representatives. The representatives of such legal entities may participate in the activities of BelCCI based on their formal authority or powers of attorney.

The Members of BelCCI have equal rights and bear equal responsibilities related to membership in BelCCI.

18. The Members of BelCCI may terminate their membership by written notification to the Presidium.
19. Any Member of BelCCI which/who has failed to pay its/his membership fees within a year or has failed to comply with the requirements of this Statute may be expelled from BelCCI by the body, which has admitted it/him to BelCCI Members.
20. Refusal of BelCCI to admit any legal entity or individual entrepreneur to become a Member of BelCCI, and the decision on expulsion from the Members of BelCCI may be appealed by such legal entity or individual entrepreneur in the court within six months from the date when such refusal was received or such decision was made.
21. The Members of BelCCI shall be entitled to:
 - Elect delegates to the Congress of BelCCI, in accordance with the procedure established by its Board;
 - Elect the BelCCI management bodies, and be elected to the same;
 - Submit proposals to the Congress and the management bodies, on the issues pertaining to their activity and the activity of BelCCI;
 - Exercise the preemptive right to use, on preferential basis, the services rendered by BelCCI, its legal entities, representative offices, and branches.
22. The Members of BelCCI shall undertake to:
 - Actively contribute to fulfillment of the statutory purposes and tasks of BelCCI;
 - Pay entrance fees and membership fees, which amount and method of payment shall be established by the BelCCI Presidium;
 - Carry out their activities based on respect to their partners, good faith; debar from unfair competence.

Article V

MANAGEMENT BODIES OF THE BELARUSIAN CHAMBER OF COMMERCE AND INDUSTRY

23. The Congress shall be the higher body of BelCCI.
24. Regular Congresses of BelCCI shall be convened at least once in three years.
 - Extraordinary Congresses shall be convened by the resolution of the Board or by request of the Auditing Commission or by request of at least 1/3 of the total Members of BelCCI.
25. The Board shall make a decision on the time and place of convening the Congress of BelCCI, the issues to be considered at such Congress, and shall notify its Members thereof not later than within 30 days prior to opening such Congress.
26. The form of conveying the Congress and the forms of representation and election of delegates to the Congress of BelCCI (provided it is held in the form of personal presence or in the mixed form) shall be specified by the Board of BelCCI.
27. The Congress of BelCCI shall:
 - Approve the Statute of BelCCI, make alterations and addenda thereto;
 - Specify main lines, priorities and forms of practical activities of BelCCI in order to fulfill its statutory tasks;
 - Elect the Board of BelCCI;
 - Elect the Auditing Commission of BelCCI;
 - Consider the reports of the Board concerning its activity, reports of the Auditing Commission; make decisions on the basis of the same;
 - Make a decision on reorganization and termination of activities of BelCCI.
28. The Congress of BelCCI shall be deemed competent if at least two thirds of delegates elected thereto are present.

I hereby certify the authenticity of the translation with the copy of the original document.

Translated by Kristina S. Sekatskaya

Я, переводчик Секацкая Кристина Станиславовна, подтверждаю достоверность совершенного мной перевода текста документа с русского и белорусского языков на английский язык

29. The issues considered at both regular and extraordinary Congress of BelCCI shall be voted by show of hands by simple majority votes, except for approval of the Statute of BelCCI or making alterations or addenda thereto and termination of activities of BelCCI. A decision on such mentioned issues shall be deemed made if at least two thirds of delegates elected to such Congress have voted for such decision.
30. The Congress of BelCCI may be held in the form of personal presence, in absentia, or in the mixed form.
The form of personal presence at the Congress of BelCCI provides for joint presence of the persons entitled to participate in the Congress of BelCCI (delegates of the Congress of EITPP) when considering the issues put on the agenda;
Should the Congress be held in absentia, the opinions of the BelCCI Members on the issues put on the agenda of the Congress shall be voted by written poll.
The mixed form of the Congress of BelCCI gives the persons entitled to participate in such Congress (the representatives of the Members which/who exercise appropriate authorities by virtue of their constituent documents; or specially elected delegates of the Congress) the right to vote on the issues put on the agenda of the Congress personally at the sitting of the Congress or by written poll.
31. The management body of BelCCI shall be the Board elected by the Congress for the period of three years. The Board shall manage the activities of BelCCI within the period between Congresses.
32. The number of the Board members to be elected shall be specified by the Congress.
33. The Board shall be headed by the Chairperson of BelCCI who organizes functioning of the Board and presides over its meetings.
34. The Board of BelCCI shall:
Organize fulfillment of any decisions of the Congress;
Specify the number of members of the BelCCI Presidium and approve its composition;
Elect the Chairperson of BelCCI to, and discharge the same from, the post, at the suggestion of the Ministry of Foreign Affairs;
Approve the Statute of BelCCI and enter alterations and amendments in the same in the period between the Congresses;
Consider and approve annual reports on activities of the BelCCI Presidium, accounts of the Auditing Commission;
Convene regular and extraordinary Congresses of BelCCI;
Examine any disputes related to correctness of application of the BelCCI Statute;
Reports to the Congress on the activities of BelCCI;
Consider any other issues within its terms of reference.
35. The meetings of the Board of BelCCI shall be convened by the Presidium once a year. Extraordinary meetings of the Congress may be convened by request of the Presidium of the Auditing Commission, or by request of one third of the Board members. The Board of BelCCI may be held in the form of personal presence, in absentia, or in the mixed form.
36. The meeting of the Board of BelCCI shall be deemed competent if at least half of its members are present. The Board shall make its decisions by show of hands by simple majority votes of the Board members who are present, except for approval of the Statute of BelCCI or making any alterations and addenda thereto.
37. The Presidium shall be an executive body of BelCCI. The composition of the Presidium shall be approved by the Board at the suggestion of the Chairperson of BelCCI.
The Chairperson of BelCCI and Vice-Chairpersons of BelCCI shall be included into the Presidium by virtue of their positions.
38. The BelCCI Presidium shall:
Carry out day-to-day management of the activities of BelCCI in the period between the Congresses and the meetings of the BelCCI Board;
Put the decisions of the Congress and the Board into effect;
Admit to, and expel from, the Members of BelCCI;
Submit the drafts long-term and annual plans of economic and financial activity and social development of BelCCI and the reports on execution of such plans, to the Board for approval;
Elaborate and approve estimates of income and expenditure for maintenance and social development of BelCCI; specify the forms, salaries, and terms of labour remuneration and material stimulation of the Chairperson and Vice-Chairpersons of BelCCI;
Specify the amount, procedure, and terms of payment of entrance and membership fees;

I hereby certify the authenticity of the translation with the copy of the original document.

Translated by Kristina S. Sekatskaya

Я, переводчик Секацкая Кристина Станиславовна, подтверждаю достоверность совершенного мной перевода текста документа с русского и белорусского языков на английский язык

Form any committees (sections), commissions, workgroups on the issues related to attainment of the statutory tasks of BelCCI;

Approve the regulations to govern the activities of the bodies involved in settlement of any disputes arising between the economic entities;

Make decisions on BelCCI acting as a founder (member) of any legal entity, or as a property owner, and on reorganization and dissolution of any legal entities in accordance with established procedure, and on opening any representative offices and branches; approve constituent documents and regulations;

Consider any other issues not referred by the present Statute to the terms of reference of the Congress and the Board of BelCCI.

39. The meetings of the Presidium of BelCCI shall be held at least once in two months and shall be deemed competent when more than a half of the Presidium members are present. The Presidium shall make its decision by show of hands by simple majority votes of the BelCCI Members present at the meeting.

40. The Chairperson of BelCCI shall:

Manage the work of the Board and the Presidium of BelCCI; act, by his/her position, as a Chairperson thereof; exercise the rights and duties of the manager of a legal entity;

Appoint Vice-Chairpersons of BelCCI and specify the range of their duties;

Dispose of the assets of BelCCI; make decision on routine affairs of planning, financing, logistical support, structure, staff, and remuneration of labour of the BelTP employees, as well as on other issues in compliance with the legislation and this Statute;

Issue orders and instructions, make any other decisions within his/her terms of reference;

Act in the name of BelCCI without any power of attorney; represent BelCCI before the public authorities and administration bodies, legal entities and individual entrepreneurs both in the Republic of Belarus and in any foreign countries;

Approve prices and tariffs for the work and services rendered by BelCCI.

Article VI

AUDITING COMMISSION OF THE BELARUSIAN CHAMBER OF COMMERCE AND INDUSTRY

41. In order to audit the business and financial activities, check the cash, property and accounts of BelCCI, the Congress shall elect the Auditing Commission for the period of three years, in the number of members specified at the Congress.

A member of the Auditing Commission may not be the member of the management bodies of BelCCI, head or chief specialist of BelCCI or of any legal entities established by BelCCI, representative offices and branches formed by BelCCI.

42. Activities of the Auditing Commission shall be headed by the Chairperson elected by its members from among themselves.

43. The Auditing Commission of BelCCI shall control the business and financial activities of BelCCI.

44. The meetings of the Auditing Commission shall be held as required but at least once a year.

45. Any requests of the Auditing Commission shall be binding upon all management bodies of BelCCI, its Members, any legal entities established by BelCCI, representative offices and branches formed by BelCCI.

46. All decisions of the Auditing Commission shall be recorded in the Minutes.

Article VII

PROPERTY OF THE BELARUSIAN CHAMBER OF COMMERCE AND INDUSTRY

47. The property of BelCCI shall be formed from entrance and membership fees, profit from business activity of BelCCI, deductions from the legal entities of BelCCI, other income and earnings not prohibited by the legislation; such property shall be in the ownership of BelCCI.

The Members of BelCCI shall lose their title to the property transferred to BelCCI as their entrance and membership fees.

48. BelCCI may own any buildings, structures, equipment, transport facilities and funds, securities and other property necessary for attainment of its statutory tasks.

I hereby certify the authenticity of the translation with the copy of the original document.

Translated by Kristina S. Sekatskaya

Я, переводчик Секацкая Кристина Станиславовна, подтверждаю достоверность совершенного мной перевода текста документа с русского и белорусского языков на английский язык

49. Any income, profit, and other property of the Chamber of Commerce and Industry may not be distributed among its Members and shall only be used for attainment of the statutory tasks of the Chamber of Commerce and Industry.
50. Unitary enterprises of BelCCI shall possess, use and dispose of any property obtained by them, within the powers transferred to them by BelCCI, in accordance with the purposes and tasks stipulated by their respective statutes.

Article VIII

REORGANIZATION AND DISSOLUTION OF THE BELARUSIAN CHAMBER
OF COMMERCE AND INDUSTRY

51. Reorganization and dissolution of BelCCI may be carried out by the resolution of the Congress, the court, in accordance with the procedure established by the legislation.
52. Should the Chamber of Commerce and Industry be dissolved, its property remaining after satisfaction of claims of all creditors shall be used, by a decision of a liquidation commission, for the purposes provided for by the Statute of the Chamber of Commerce and Industry.

I hereby certify the authenticity of the translation with the copy of the original document.

Translated by Kristina S. Sekatskaya

Я, переводчик Секацкая Кристина Станиславовна, подтверждаю достоверность совершенного мной перевода текста документа с русского и белорусского языков на английский язык