

# **STICHTING CAR CLAIM**

**Annual Report 2023**

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# Report of the Supervisory Board

## **Performance**

During the financial year 2023, the Supervisory Board monitored the foundation's governance, financial policy, legal strategy, and general affairs. The Supervisory Board has provided its findings to the Management Board and to the legal advisors of the foundation. These findings particularly concerned the following subjects:

- Governance
- Financial policy
- Legal strategy
- Political strategy
- Media policy
- Other endeavours (to be) initiated by the foundation

## **Composition and compliance**

During the financial year 2023, the Supervisory Board of the foundation consisted of three members: Mr Marten Oosting, Mr Hans de Savornin Lohman, and Mr Jan Zielonka. This composition complies with the articles of association of the foundation and with the Claim Code 2019.

## **Meetings**

Joint meetings with the Management Board were held on 7 March, 4 July, 5 September, and 15 December 2023. Separate Supervisory Board Meetings were held on 23 February, 4 July, and 7 November 2023. The Supervisory Board, the Management Board and the legal advisors of the foundation also consulted each other via (conference) calls and email on multiple occasions. The meetings, conversations and messages focused on the general course of affairs, the foundation's financial position, operational strategy, organisational changes and the findings as mentioned in this annual report.

The Supervisory Board recognises the achievements of the foundation's management and legal advisors in 2023 and hereby expresses its appreciation to them.

Rotterdam, 3 July 2024

w.g.

\_\_\_\_\_  
Mr Marten Oosting  
Chairman

w.g.

\_\_\_\_\_  
Mr Jan Zielonka

w.g.

\_\_\_\_\_  
Mr Hans de Savornin Lohman

## Directors' Statement

### ***Mission***

Stichting Car Claim is a non-profit organisation, duly incorporated under Dutch law on 2 October 2015. It has its registered seat in Rotterdam, the Netherlands.

### ***Representation***

The foundation represents the interests of car owners, such as consumers and (leasing) companies, whose cars are equipped or have been equipped with hardware and/or software, with the intention of manipulating emission tests and/or because of which the legal emission standards are exceeded.

The foundation is committed to both private and business car owners, and to first-hand and second-hand car buyers as well as lease drivers.

### ***Representation, objective and approach***

Under its articles, the foundation acts for all car owners who have been harmed by car manufacturers involved in the diesel emissions scandal.

The objective of the foundation is – *inter alia* – to determine and investigate the course of events leading up to and concerning:

- i. the development and instalment of forbidden soft- and/or hardware in affected vehicles by various car manufacturers and/or software suppliers;
- ii. the selling and/or supplying of the affected vehicles to the car owners; and
- iii. (the consequences of) the application of one or more hard- and/or software updates to the affected vehicles.

In light of the above, the foundation strives to ascertain the legal rights and remedies for car owners, which includes but is not limited to:

- i. the possibility for car owners to enforce (have enforced) claims against (one or more) responsible parties, including but not limited to the termination of the purchase agreements of affected vehicles against (full) repayment of the purchase price;
- ii. the possibility for the car owners to obtain (full) compensation for the damage suffered and to be suffered from the responsible parties;
- iii. the ability for the car owners to obtain (have obtained) all necessary indemnities and/or warranties against any potential adverse consequences of the manipulation of the affected vehicles, for the intact use of the affected vehicles;
- iv. alternative possibilities to resolve the emissions problems of affected vehicles, and
- v. obtaining compensation for the (financial) consequences for the car owners.

The articles of the foundation are drafted in light of the principle to reach a fair and reasonable solution for all the parties that are involved in the scandal. The boards of the foundation have instructed their legal counsel to work with the responsible parties in a spirit of mutual respect in order to find a reasonable and

fair solution. This primarily implies negotiations that ultimately could result in entering into a voluntary settlement. Such a solution should further entail that affected car owners can continue to make use of their vehicles without any risk or damage.

Unfortunately, none of the responsible parties accepted the invitations of the foundation to enter into amicable settlement negotiations. Therefore, the boards of the foundation have instructed their legal counsel to initiate various legal proceedings (reference is made to the paragraph “*Actions of the foundation*” of this annual report). These proceedings have been underway for several years, mainly due to the car manufacturers’ persistent unwillingness to settle their cases and take on full responsibility. Instead, their strategy is to delay the proceedings wherever possible and to raise every conceivable argument in their defence.

## **Governance**

### Management Board

The foundation is governed and represented by a professional Management Board. The Management Board is responsible for the strategy, financial policy and day-to-day business of the foundation. The Management Board is appointed by the Supervisory Board.

In 2023, the Management Board consisted of Mr Guido van Woerkom (former president of the Royal Dutch Touring Club (ANWB)), Mr Fausto Pocar (former president of the International Criminal Tribunal for the former Yugoslavia (ICTY)), and Mr Arie van der Steen (former accountant and former CFO of various private companies).

### Supervisory Board

The foundation’s Supervisory Board advises and supervises the foundation’s Management Board and the general course of affairs and business of the foundation. This includes but is not limited to the supervision of the foundation’s strategy, the foundation’s financial affairs and the realisation of the foundation’s objectives. The members of the Supervisory Board perform their duties independently.

In 2023, the Supervisory Board consisted of Mr Marten Oosting, Mr Hans de Savornin Lohman, and Mr Jan Zielonka.

## **Annual report 2022**

The annual report over the financial year 2022 was adopted on 4 July 2023.

## **Claim Code 2019**

The foundation complies with the rules of the Claim Code 2019. The Claim Code is a code of conduct drawn up by experts operating in the Dutch collective redress market.

An explanatory notice of compliance of the foundation is included in this annual report and published on its website [www.derclaim.nl](http://www.derclaim.nl). The publication version will be continuously updated.

## ***Actions of the foundation***

This section provides an overview of the foundation's in- and out-of-court actions to represent the interests of its constituents.

### Court actions<sup>1</sup>

The legal proceedings against Volkswagen Group (including Volkswagen, Audi, Škoda and SEAT ('**Volkswagen et al.**')) and various Dutch Volkswagen Group dealers ('**VW dealers**') have been ongoing since 2017.

In the course of 2020, the foundation also initiated legal proceedings against Mercedes-Benz Group AG (former Daimler AG) ('**Mercedes-Benz**'), its Dutch importer Mercedes-Benz Nederland B.V. ('**MB Nederland**') and various Dutch Mercedes-Benz Group dealers ('**MB dealers**').

In the course of 2021, further legal proceedings were initiated against legal entities within the Renault Group (including car manufacturers Renault S.A.S. and Automobile Dacia S.A. (together referred to as '**Renault et al.**')), Dutch importer Renault Nederland N.V. ('**Renault Nederland**'), as well as various Dutch Renault Group dealers ('**Renault dealers**').

On 18 January 2022, similar legal proceedings were initiated against legal entities within the Stellantis Group (as legal successor of Peugeot S.A., including car manufacturers Automobiles Peugeot S.A., Stellantis Auto S.A.S. (previously PSA Automobiles S.A.), Automobiles Citroën S.A.S., GM Deutschland Holdings GmbH (previously ADAM Opel GmbH) and Opel Automobile GmbH (together referred to as '**Stellantis et al.**')), Dutch importer Stellantis Nederland B.V. ('**Stellantis Nederland**') and various Dutch Stellantis Group dealers ('**Stellantis dealers**').

Further details on each of the collective proceedings are given below:

#### *Volkswagen et al.*

For a summary of the course of the proceedings against Volkswagen et al. and the VW dealers until 31 January 2023, the Management Board refers to the foundation's annual report 2022 (p. 6 et seq.).

On 17 October 2023, Volkswagen et al. and the VW dealers submitted their statements of defence in the foundation's cross appeal.

On 19 April 2024, the court of appeal scheduled a hearing in the first phase of the proceedings<sup>2</sup> that will take place on 9 and 12 December 2024.

<sup>1</sup> In the court actions against Mercedes-Benz et al., Renault et al., and Stellantis et al., the foundation coordinates its efforts with the two other initiatives that are involved (SDEJ and SEC).

<sup>2</sup> The proceedings are divided into two phases. The first phase is a full legal debate on the admissibility and merits of the foundation's claims. Phase 2 will be a debate about the amount of price reduction that Dutch car owners are entitled to.

### *Mercedes-Benz*

For a summary of the course of the proceedings against Mercedes-Benz, MB Nederland and the MB dealers in first instance up to and including 8 June 2023, the Management Board refers to the foundation's annual report 2022 (p. 7).

In phase 2 of the proceedings, the Amsterdam District Court, in an interim judgment dated 24 January 2024, requested the foundation to submit its funding documentation and to amend certain provisions in its funding agreement, which the foundation subsequently complied with.

Following written submissions by Mercedes-Benz and the MB dealers on 20 March 2024, the court rendered an interim judgment dated 17 April 2024 in which it declared the foundation admissible in its claims.

Subsequently, the court has given the defendants the opportunity to submit their defenses to the foundation's claims on the merits, after which the court is likely to plan another hearing. The court also ordered Mercedes-Benz to respond to a number of (technical) questions raised by the court.

### *Renault et al.*

For a summary of the course of the proceedings against Renault et al., Renault Nederland and the Renault dealers until 26 April 2023, the Management Board refers to the foundation's annual report 2022 (p. 7 and 8).

On 29 January 2024, a hearing took place in phase 2 of the proceedings related to (i) the admissibility of the foundation and (ii) applicable law.

At the court's request, the foundation submitted its funding documentation, to which the defendants subsequently submitted their views.

By interim judgment dated 10 April 2024, the court declared the foundation admissible in its claims. With this judgment, the proceedings moved to phase 3 of the proceedings, which revolves around the merits of the foundation's claims.

In Q2 2024, the court expects to decide when Renault et al. shall have to submit their written statements in phase 3 of the proceedings.

### *Stellantis et al.*

For a summary of the course of the proceedings against Stellantis et al. until 14 March 2023, the Management Board refers to the foundation's annual report 2022 (p. 8).

On 16 August 2023, the court rendered its judgment in phase 1 of the proceedings. The court declares the foundation admissible in its claims, also considering that the foundation has a 'proven track-record' when it comes to 'diesel emissions' related proceedings.

The proceedings have now entered phase 2, in which the court will assess the merits of the foundation's claims. On 6 March 2024, Stellantis et al. and the other defendants submitted their statements of defense.

The Stellantis dealers also filed an interim motion to start third-party proceedings against Stellantis et al. By interim judgment dated 22 May 2024, the interim motion was granted.

Lastly, the foundation requested the court to ask Stellantis (technical) questions, in order for the court to be able to properly form a conclusion with respect to the (technical) non-conformity of Stellantis et al.'s affected vehicles. The court expects to rule on this request on 3 July 2024.

#### *Freedom of information requests*

To obtain further information, which could be relevant for the pending legal proceedings, the foundation filed various requests to governmental bodies to disclose information. The foundation filed these requests in the Netherlands, in other European countries (such as France and Germany) and at European level (e.g. to the European Commission and the European Parliament). Several of these Freedom of Information requests have already resulted in additional insight and information about the diesel emissions scandal. Additional requests are currently pending.

In August and October 2023, the foundation initiated multiple disclosure proceedings under the Dutch Freedom of Information act (*Wet open overheid*) against the Dutch type-approval authority (*RDW*). These proceedings concern the type approval of cars manufactured by Volkswagen et al. and Mercedes-Benz and are involved in various recalls. The foundation wants to obtain insight into certain changes and decisions regarding the issued type-approvals to determine the possible consequences for Dutch injured parties.

The RDW has far exceeded the permitted deadlines for a decision. On 4 April 2024, the foundation therefore submitted several notices of objection to the Rotterdam court. Judgments are expected in Q3 2024.

In the case against Mercedes-Benz, the foundation also requested certain documents from the German type approval authority (KBA). This Freedom of Information request is currently still pending.

#### *Out of court actions*

The foundation has also endeavoured to represent the interests of its constituency out of court. For example, the foundation continued its partnership with Consumentenbond, the largest Dutch consumer organisation. The foundation and Consumentenbond concluded a formal partnership in 2022. With Consumentenbond's active support, the foundation can act even more decisively and reach out to, and actively inform a larger part of, its constituency. Consumentenbond also supports the foundation in processing applications of aggrieved car owners who want to join the foundation.

On 29 November 2023, the foundation and Consumentenbond organised a joint event for aggrieved car owners. The event took place in Jaarbeurs Utrecht. During this event, the foundation and Consumentenbond informed car owners regarding the various technical aspects of Dieselgate and regarding the status of the pending proceedings against the car manufacturers. Furthermore, the event enabled car owners to meet Guido van Woerkom, chairman of the foundation, as well as other representatives of the foundation in a very approachable manner. During the event, the foundation also answered questions and consulted with car owners about potential (in and out of court) solutions.

## ***Financials***

### **Funding**

The foundation follows a strict “no-cure-no-pay” arrangement with its participants. Car owners can join the foundation completely free of charge. All costs (including legal costs) are borne by the foundation, for which it has obtained external funding. Only in the event that the foundation is successful in its endeavours (i.e. because of a settlement or through successful litigation) it will seek a maximum of twenty-five percent of any financial recovery achieved through a (collective) settlement or litigation (dependent on the number of participants included in such resolution), which shall be paid to its funders. This percentage also includes all legal costs. However, the foundation primarily endeavours to make its legal costs part of any settlement to be reached with defendants.

Two third-party funders provided the start-up costs of the foundation. One of these funders completely withdrew as a funder in 2017. The other initial funder is not involved in any activities of the foundation (nor has it ever been), but is entitled on a return of its investment relating to the start-up costs, provided that the endeavours of the foundation against Volkswagen et al. will result in a successful financial recovery.

As from 2017, the foundation selected a professional litigation funder to provide the required funding for its legal proceedings against Volkswagen et al. In the following years, the foundation also attracted separate external funding to finance its legal proceedings against Mercedes-Benz, Renault et al. and Stellantis et al. respectively.

For more information on its external funding, the foundation refers to its elaboration on page 18 of this annual report (relating to Principle 3 of the Claim code).

### **Tax authorities**

The foundation has regularly corresponded with the tax authorities regarding its tax obligations. So far, the tax authorities concluded that the foundation is not liable to pay any taxes.

### **Administration**

Mr Van der Steen – being the treasurer of the foundation – took care of the day-to-day financial administration of the foundation.

## ***Meetings***

Separate Management Board Meetings were held on 21 February and 12 May 2023. Joint meetings with the Supervisory Board and legal counsel of the foundation were held on 7 March, 4 July, 5 September, and 15 December 2023. The Management Board, the Supervisory Board and the legal advisors of the foundation also consulted each other via (conference) calls and email on multiple occasions and on a regular basis.

## ***Communication and media***

The foundation keeps its participants informed on any developments through periodical newsletters, press

releases and updates via its websites.

Dutch participants have been kept informed via the website [www.derclaim.nl](http://www.derclaim.nl). Dutch car owners can also register with the foundation on this website, after which they will receive a personal account. Here, registered participants can provide basic input on their ideal settlement, change their personal details, and keep in touch with the foundation through frequent notifications.

The endeavours of the foundation in 2023 have had extensive exposure in the media on various occasions, under which via *Financieel Dagblad*, *Telegraaf*, *BNR*, *De Ondernemer*, and *Autovisie*.

A full overview can be found on the foundation's website via [this link](#).

Rotterdam, 3 July 2024

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Mr. Guido van Woerkom  
Chairman

## **Annual Accounts 2023**

## A. Balance Sheet

	<u>31.12.2023</u>	<u>31.12.2022</u>
<b><u>FIXED ASSETS</u></b>		
Intangible fixed assets	--	--
Tangible fixed assets	--	--
<b><u>CURRENT ASSETS</u></b>		
Inventories	--	--
Receivables	€ 14,368	€ 11,429
VAT return	€ 68,390	€ 40,857
Cash and bank balances	€ 102,599	€ 27,340
<b><u>CURRENT LIABILITIES</u></b>		
Creditors	€ 142,464	€ 42,274
Accrued liabilities	€ 29,782	€ 24,241
Advance Media budget	€ 13,111	€ 13,111
Current assets minus current liabilities	€ 0	€ 0
Assets minus current liabilities	€ 0	€ 0
<b><u>EQUITY</u></b>	€ 0	€ 0

## B. Statement of Income and Expenses

	<u>2023</u>	<u>2022</u>
<b><u>INCOME</u></b>		
Third Party Funding	€ 2,516,328	€ 2,149,217
<b>Total</b>	<b>€ 2,516,328</b>	<b>€ 2,149,217</b>
<b><u>EXPENSES</u></b>		
Back office	€ 219,122	€ 145,747
D&O Insurance	€ 1,353	€ 1,353
Management Fees	€ 38,208	€ 32,919
Supervisory board	€ 16,165	€ 18,697
Experts	€ 207,875	€ 131,450
Fiscal advice	€ 11,456	€ 32,987
Legal fees	€ 1,842,091	€ 1,587,192
WOB requests	€ 27,726	€ 0
Communication	€ 92,790	€ 95,674
Other	€ 59,542	€ 103,198
<b>Total</b>	<b>€ 2,516,328</b>	<b>€ 2,149,217</b>
<b>Operating Income</b>	<b>--</b>	<b>--</b>
<b>Non-operating income</b>	<b>--</b>	<b>--</b>
<b><u>NET INCOME</u></b>	<b>€ 0</b>	<b>€ 0</b>

## **Notes to the Annual Accounts 2023**

## **A. Notes to the Balance Sheet**

### **BALANCE SHEET VALUATION POLICIES**

#### **General**

Valuation of assets and liabilities and determination of the result take place under the historical cost convention.

Unless mentioned otherwise at the relevant principle for the specific balance sheet item, assets and liabilities are presented at face value.

#### **Receivables**

Upon initial recognition the receivables are recorded at the fair value and subsequently valued at the amortized cost. The fair value and amortized cost equal the face value. Provisions deemed necessary for doubtful accounts are deducted. These provisions are determined by individual assessment of the receivables.

#### **Cash and cash equivalents**

Cash and cash equivalents are valued at nominal value and, insofar as not stated otherwise, are at the free disposal of the company.

#### **Current liabilities**

Current liabilities concern debts with a term of less than one year. Upon initial recognition the current liabilities are recorded at the fair value and subsequently valued at the amortized cost.

## B. Notes to the Statement of Income and Expenses

### PRINCIPLES FOR THE DETERMINATION OF INCOME AND EXPENSES

#### **Income**

Net income represents amounts invoiced for services rendered during the financial year reported on, net of discounts and value added taxes.

#### **Expenses**

Expenses are attributed to the financial year to which they relate.

Back office expenses concern IT, security, website, and hosting services.

Other cost includes translation cost, courier cost and bailiff cost.

### LEGAL FEES

The foundation is funded by third party funders. The third party funders pay the operational expenses of the foundation.

Parts of the legal costs over the financial year 2023 that were due and unpaid have been fully paid for in the financial year 2024.

The (legal) fees and following running costs have been invoiced to the foundation in the financial year 2023 (2022):

**Legal costs** (*directly related to Dutch legal Proceedings against Volkswagen et al., Mercedes-Benz et al., Renault et al., and Stellantis et al.*)

- € 1,576,379 (€ 1,244,098)

**Running Costs** (*legal fees and other costs related to the foundation's activities, excluding Dutch legal proceedings*)

- € 338,182 (€ 343,094)

## **CLAIM CODE COMPLIANCE OVERVIEW**

### **Introduction**

The foundation was established in October 2015 and is an interest organization within the meaning of article 3:305a Dutch Civil Code ('**DCC**'). Currently, the foundation has a management board ('**MB**') consisting of three members and a supervisory board ('**SB**'), also consisting of three members.

The foundation fully commits to the Claim Code that came into force on 1 July 2011 and was amended in March 2019 ('**Claim Code**'). The Claim Code is a private initiative that currently consists of seven principles ('**Principles**') that are broadly accepted general guidelines and views on the way interest organizations such as the foundation should represent collective interests. The Principles contain a set of standards for the founders, directors, supervisory board members, consultants, and advisors engaged by the interest organization. All in order to provide those who wish to join a 305a-initiative with guarantees that their interests are paramount.

With this underlying document, the MB provides a high-level explanation of the foundation's compliance to the Claim Code (in conformity with Principle I, elaboration 1 of the Claim Code).

### **Principle I: Compliance with the Claim Code**

The governance structure of the foundation is in accordance with the principles of the Claim Code. Clause 3.3 of the articles of association of the foundation ('**Articles**') determines that the MB and SB together are responsible for the compliance of that governance.

The compliance of the foundation to the Claim Code is discussed annually within the (joint) MB and SB meeting. If the MB wishes to change the governance structure or to deviate from the Claim Code, it first needs to submit the proposed change for discussion to the SB as set out in clause 6.5 of the Articles.

This document is a document as set out in clause 6.4 of the Articles and elaboration 1 of Principle I of the Claim Code and will be published together with the Annual Report on the foundation's websites: [www.derclaim.nl](http://www.derclaim.nl) and [www.stichtingcarclaim.com](http://www.stichtingcarclaim.com).

### **Principle II: Protecting collective interests on a non-profit basis**

The foundation represents the interests of car owners, such as consumers and (leasing) companies, whose cars are equipped or have been equipped with hardware and/or software, with the intention of manipulating emission tests and/or because of which the legal emission standards are exceeded.

The Articles provide important safeguards, which prevent that any natural or legal person can – directly or indirectly – dispose of the capital or income of the foundation (within the meaning of elaboration 1, Principle II of the Claim Code). For example, clause 7.1 of the Articles provides for a two-signature clause with regard to the external representation of the foundation by the MB. The risk of improper use of the foundation's funds is further excluded as the foundation does not generate revenues. Participants are not required to pay a registration fee. Further, legal advisors of the foundation receive their fees directly from the foundation's external funder (see Principle III below). This further reduces the risk of improper use of the foundation's resources by members of the MB and/or SB.

In conformity with elaboration 3 of Principle II of the Claim Code, clause 17.3 of the Articles determines that the MB shall, subject to approval from the SB and with due observance of the interests of the participants of the foundation, determine the appropriation of the surplus after dissolution. The appropriation will have to approach the objects of the foundation as closely as possible and shall be distributed to the participants or an organization within the meaning of Section 6.33 paragraph 1 section b of the Tax Act 2001. This, in conformity with the elaboration of principle III, further strengthens the non-profit character of the foundation.

### **Principle III: External funding**

For the purpose of financing its collective proceedings, the foundation attracted third party litigation funding from Fortress Investment Group LLC ('**Fortress**'). Fortress has its registered office in New York and was founded in 1998. Nowadays, Fortress is one of the largest and best-known litigation funders worldwide, with a formidable reputation. Before concluding the litigation funding agreements, the foundation did profound research into Fortress with regard to capital, track-record and reputation.

Fortress is a member of the International Legal Finance Association (ILFA) and adheres to ILFA's *best practices*. These best practices have been put in place to protect parties who want to use third litigation funding.

The foundation's collective proceedings are funded by different operating entities, all falling under Fortress. For the case against Volkswagen et al., the foundation entered into a funding agreement with Vannin Capital PCC. Vannin Capital was acquired by Fortress in 2019 and is established in Jersey.

For the other cases, the foundation entered into separate funding agreements (per case) with CF ND Car Ltd, established in the Grand Cayman.

The MB, SB and affiliated parties are fully independent from Fortress and its operating entities. This is *inter alia* secured through the funding agreement, which contains safeguards with regard to control and decisive power, confidentiality, early termination, and disclosure of funding terms to the court. The funding conditions also do not conflict with the collective interests within the meaning of the statutory objects of the foundation. There are also no family or similar relationships (or otherwise) between the members of the MB and SB and the funders that could negatively affect the independent position of the MB and SB towards the funders.

In return for the funding costs and the risk incurred, the funder of the relevant case receives a premium of maximum 25% of any financial recovery achieved through a (collective) settlement or litigation (dependent on the duration of the procedure and the number of participants included in such resolution).<sup>3</sup>

Elaboration of Principle III of the Claim Code provides that the funding agreement should *inter alia* contain (i) a provision that Dutch law is applicable and (ii) choice of competent jurisdiction for the Dutch court or a Dutch arbitral tribunal. The funding agreement with regard to the legal proceedings against Volkswagen et al. deviates from this elaboration, as this funding agreement was concluded before the new Principle III of the Claim Code (2019) was published. The foundation's funding agreements pertaining to all other legal proceedings are governed by Dutch law and contain a choice of jurisdiction for a Dutch arbitral tribunal.

<sup>3</sup> This explicitly concerns a maximum percentage, as is explained on page 10.

#### **Principle IV: Independency and avoiding conflict of interests**

In accordance with elaboration 1 of Principle IV of the Claim Code, any apparent conflict between the foundation's MB, SB, the external funder and the engaged advisors should be avoided (see for instance clause 5.3, 8.14, 10.3 and 12.12 of the Articles). If a(n) (in)direct conflict of interest should exist, the relevant member of the SB/MB will not take part in the deliberations and decision-making process (clause 8.14 (MB) and 12.12 (SB) of the Articles).

In accordance with elaboration 3 of Principle IV of the Claim Code, the Articles do not allow the MB to enter into agreements on behalf of the foundation, with a legal entity or natural person or other entities, whereby a MB or SB member – whether or not through a relationship within the meaning of elaboration 1 of Principle IV of the Claim Code – in the capacity of board member, founder, shareholder, supervisor, partner in a partnership or employee is involved.

#### **Principle V: Governance of the MB**

In conformity with Principle V of the Claim Code, the MB currently consists of three natural persons: Messrs. Guido van Woerkom (former president of the Royal Dutch Touring Club (ANWB)), Fausto Pocar (former president of the International Criminal Tribunal for the former Yugoslavia (ICTY)), and Arie van der Steen (financial expert, former accountant and former CFO of a number of private companies).

With these members, the MB has sufficient legal and financial expertise (within the meaning of elaborations 3 and 4 of Principle V of the Claim Code) to successfully pursue the statutory objectives of the foundation.

#### **Principle VI: Remuneration of the members of the MB**

The members of the MB receive a management fee for their services to the foundation. For meetings of the MB or joint meetings with the supervisory board, members of the MB are entitled to a remuneration of € 1,000 (excluding VAT) per day attended.

For additional services related to the activities of the foundation, members of the MB are entitled to a service fee of € 175 per hour (excluding VAT). Given the experience of the MB members, this is a very modest hourly rate.

The total amount received by the members of the MB in 2023 amounts to € 38,208.

#### **Principle VII: Governance of the SB**

In conformity with Principle VII of the Claim Code, the SB currently consists of three natural persons: Messrs. Marten Oosting (former National Ombudsman, former member of the Council of State), Hans de Savornin Lohman (Attorney-at law with more than 25 years of litigation experience, as well as judge at the Court of Appeal in The Hague) and Jan Zielonka (professor of European Politics at Oxford University with his main areas of expertise in Comparative politics, Ethics, International Relations and Political Theory).

With these members, the SB has sufficient legal and financial expertise and experience (in accordance with elaborations 4 and 5 of Principle VII of the Claim Code) to successfully pursue the statutory objectives of the foundation.

The total amount received by the members of the SB in 2023 amounts to € 16,165, consisting of (i) reimbursement of reasonable expenses and (ii) so-called *vacatiegeld* for meetings of the SB or joint meetings with the MB of € 1,250 (excluding VAT) per quarterly year.

Rotterdam, 3 July 2024

### **Management Board**

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Mr Guido van Woerkom  
Chairman

w.g.

\_\_\_\_\_  
Mr Arie van der Steen

w.g.

\_\_\_\_\_  
Mr Fausto Pocar

### **Supervisory Board**

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\_\_\_\_\_  
Mr Marten Oosting  
Chairman

w.g.

\_\_\_\_\_  
Mr Hans de Savornin Lohman

w.g.

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Mr Jan Zielonka