

/Stamp/:

Ministry of Justice of the Republic of Belarus

STATE REGISTRATION

was performed

in accordance with Decision No.88 dated April 24, 2018

in the Unified State Register of

Legal Entities and Individual

Entrepreneurs under No.805004057

Certificate of Registration No.0000005

Signature

/signed/

L.S.

APPROVED
by the General Meeting of Founders
of the Chamber of Tax Advisers
dated April 18, 2018

/Official round seal affixed/: Ministry of Justice of the Republic of Belarus

ARTICLES OF ASSOCIATION

of the Chamber of Tax Advisers

Minsk

2018

ARTICLE 1. GENERAL PROVISIONS

1.1. The Chamber of Tax Advisers is a nonprofit organization based on a compulsory membership of tax advisers.

1.2. The name:

1.2.1. The full name:

in the Russian language – Палата налоговых консультантов;

in the Belarusian language - Палата падатковых кансультаў.

1.2.2. The abbreviated name:

in the Russian language - ПНК;

in the Belarusian language - ППК.

1.3. The address of the Chamber of Tax Advisers: 10 Surazhskaya Str., office 2, 220007, City of Minsk.

1.4. The Chamber of Tax Advisers shall perform its activities in accordance with the law of the Republic of Belarus and these Articles of Association.

1.5. The Chamber of Tax Advisers is a legal entity, has a separate property, an independent balance, current (settlement) accounts, may have other accounts with banks and (or) non-bank financial institutions, shall acquire and exercise property and personal non-property rights, perform duties, can be the plaintiff and the defendant in court, shall be entitled to conclude independent contractor and labor agreements when exercising its powers.

1.6. The Chamber of Tax Advisers shall be liable to the full extent of its assets. The members of the Chamber of Tax Advisers shall not be liable for its debts, and the Chamber of Tax Advisers shall not be liable for the debts of its members.

1.7. The Chamber of Tax Advisers shall be entitled to have a seal, stamps and letterheads with its address and name, may have its marks.

1.8. The state registration of the Chamber of Tax Advisers, the state registration of alterations and (or) additions introduced into its Articles of Association shall be made by the Ministry of Justice of the Republic of Belarus in accordance with the statutory procedure.

1.9. The Chamber of Tax Advisers shall cooperate with public authorities, public associations and other organizations in the matters related to its activities.

1.10. The Chamber of Tax Advisers in framework of implementation of its purposes and objectives established by the law and these Articles of Association may participate in forming unions (creating associations) with other nonprofit organizations, enter into such unions (associations), including international ones, being created or created on the territories of foreign states.

1.11. The Chamber of Tax Advisers may maintain direct international contacts, conclude agreements with foreign and international organizations, perform other activities that are not inconsistent with the law.

1.12. Accounting and reporting of the Chamber of Tax Advisers or keeping records in the income and expenditure ledger shall be performed in accordance with the statutory

procedure of the Republic of Belarus.

1.13. The members of the Chamber of Tax Advisers shall be independent when performing their professional activities.

1.14. The Chamber of Tax Advisers shall not be entitled to perform business activities, act as an intermediate agent (commission agent, agent) when rendering tax advising services by its members unless otherwise provided by legislative acts.

1.15. The Chamber of Tax Advisers shall be established for an unlimited period of time.

ARTICLE 2. PURPOSES, SUBJECT, OBJECTIVES AND METHODS OF ACTIVITIES OF THE CHAMBER OF TAX ADVISERS

2.1. The Chamber of Tax Advisers has been established for the following purposes:

- exercising and protection of legal rights and professional interests of its members;
- formation and development of a tax advisory institute in the Republic of Belarus;
- promoting an increase in the tax culture of the population;
- strengthening the legal basis for tax advisory activities;
- assistance in creating a favorable tax environment in the Republic of Belarus.

2.2. The subject of activities of the Chamber of Tax Advisers shall be:

- provision of conditions and assistance in the performance of activities of the members of the Chamber of Tax Advisers in the field of tax advising.

2.3. In order to achieve the purposes specified in the Articles of Association the Chamber of Tax Advisers sets itself the following objectives:

- research practice for optimization of tax legislation;
- increase in the professional level of knowledge of tax advisers;
- participation in the development and preparation of draft legislative acts at all levels affecting the interests of tax advisers;
- ensuring protection of the rights and interests of tax advisers in different forms allowed by the legislation.

2.4. The Chamber of Tax Advisers for the implementation of its purposes and objectives shall apply the following methods:

- representation of interests of the members of the Chamber of Tax Advisers in public authorities and other organizations;
- methodological guideline and coordination of the activities of tax advisers by ensuring the unity of law enforcement practice;
- exercising control over the quality of tax advisory services rendered by its members;
- providing advanced training of tax advisers;
- development and implementation of specialized programs for the development of activities of tax advisers;
- development of a plan of action for training and advanced training of tax advisers;
- development and approval of the code of professional ethics of a tax adviser;

- consideration of appeals of citizens and legal entities on the issues related to the quality of services rendered by tax advisers;
- consideration of disputes arising between the members of the Chamber of Tax Advisers;
- establishment of international relations, organization of cooperation with public and professional associations of other states, international organizations;
- distribution of information on the activities of the Chamber of Tax Advisers including via media and the Internet;
- carrying out activities on legal education of the population and improving the image of tax advisers;
- holding and (or) organizing conferences, seminars, lectures and other events;
- registration of members of the Chamber of Tax Advisers;
- carrying out analytical work on the issues related to the implementation of activities in the field of tax advising, carrying out scientific and research work in the field of law;
- creation of a material (financial) base as prescribed by the law which is required for the achievement of purposes and tasks of the Chamber of Tax Advisers;
- carrying out other activities that meet the purposes and objectives of the Articles of Association and are compliant with the law.

ARTICLE 3. SHAREHOLDERS AND MEMBERS OF THE CHAMBER OF TAX ADVISERS, THEIR RIGHTS AND RESPONSIBILITIES

3.1. The founders of the Chamber of Tax Advisers shall be tax advisers.

3.2. The members of the Chamber of Tax Advisers shall be the founders, as well as other individuals who have joined the Chamber of Tax Advisers in the prescribed manner, who have a qualification certificate of a tax adviser, who have paid an entry fee and comply with the provisions of these Articles of Association, as well as other legislative acts in the field of tax advising.

3.3. The founders of the Chamber of Tax Advisers shall become its members from the date of state registration of the Chamber of Tax Advisers.

3.4. Registration of the members of the Chamber of Tax Advisers shall be made by the Board of Directors of the Chamber of Tax Advisers or the authorized person. For the registration of the members of the Chamber of Tax Advisers a special register shall be kept. The register includes the last name, first name, patronymic (if any) of the member, his or her place of registration and permanent residence, telephone number, email address, number of the qualification certificate of a tax adviser.

3.5. The members of the Chamber of Tax Advisers shall have the right to:

- participate in the events held by the Chamber of Tax Advisers;
- freely express their opinions, discuss all issues related to the activities of the Chamber of Tax Advisers;
- participate in the elaboration of decisions of the Chamber of Tax Advisers;
- make proposals to improve the activities of the Chamber of Tax Advisers and demand a substantive response to their proposals;
- elect and be elected to the elected bodies of the Chamber of Tax Advisers;

- make proposals to the agenda of the general meeting (meeting of authorized representatives);
- receive information on the activities of the Chamber of Tax Advisers, its bodies;
- enjoy informational, methodological and legal support of the Chamber of Tax Advisers in practice;
- apply to the bodies of the Chamber of Tax Advisers for assistance in protecting their rights and legitimate interests related to carrying out of professional activities;
- receive explanations from the bodies of the Chamber of Tax Advisers on issues relating to the organization of activities in the field of tax advising, within their competence;
- hold joint meetings, methodological consultations, other events for the exchange of experience in order to form a uniform practice in the field of tax advising;
- transfer property to the ownership of the Chamber of Tax Advisers on a free-of-charge basis;
- use the marks of the Chamber of Tax Advisers in their practice;
- have other rights provided for by the legislation of the Republic of Belarus, these Articles of Association, and local legislative acts of the Chamber of Tax Advisers.

3.6. The members of the Chamber of Tax Advisers shall:

- comply with the requirements established in accordance with legislation for carrying out tax advisory activities;
- comply with the Articles of Association of the Chamber of Tax Advisers, comply with the requirements of legislative acts, the decisions and instructions of the Chamber of Tax Advisers;
- observe the code of professional ethics of a tax adviser approved by the Chamber of Tax Advisers, both in relation to other members of the Chamber of Tax Advisers and the third parties;
- avoid actions that could harm the Chamber of Tax Advisers, including its business reputation;
- pay an entry fee, membership fees and other payments in a timely manner in the amounts determined by the general meeting (meeting of authorized representatives);
- participate in the work of the bodies of the Chamber of Tax Advisers;
- provide information required for solving the issues related to the activities of the Chamber of Tax Advisers;
- improve their professional training (qualification) independently, as well as participate in seminars, lectures, classes and other training events held and (or) organized by the Chamber of Tax Advisers;
- provide information specified in subparagraph 3.4. Article 3 of these Articles of Association;
- provide information, other documents, give explanations (comments) when considering the issues regarding complaints against a tax adviser, on presentations of public authorities, officials, special court rulings;
- inform the Board of Directors of the Chamber of Tax Advisers about the suspension, renewal, expiration of the qualification certificate of the tax adviser, as well as its revocation not later than within 10 (ten) days from the date when he or she learned or should have learnt about the abovementioned circumstances;

- perform other duties arising from the legislation and these Articles of Association, local legislative acts of the Chamber of Tax Advisers.

**ARTICLE 4. TERMS AND CONDITIONS OF ACQUISITION,
SUSPENSION AND LOSS OF MEMBERSHIP
IN THE CHAMBER OF TAX ADVISERS**

4.1. Admission to membership of the Chamber of Tax Advisers shall be made on the basis of a written application of an individual with submission of a qualification certificate of a tax adviser.

4.2. The decision on admission to membership of the Chamber of Tax Advisers shall be made by the Board of Directors of the Chamber of Tax Advisers not later than within 15 (fifteen) days from the date of application. The acquisition of membership in the Chamber of Tax Advisers cannot be rejected to a person who has a qualification certificate.

4.3. The applicant shall be obliged within 30 (thirty) days from the date of the decision made by the Board of Directors of the Chamber of Tax Advisers on the admission to membership of the Chamber of Tax Advisers to pay an entry fee in the amount determined by the general meeting (meeting of authorized representatives).

4.4. The membership in the Chamber of Tax Advisers shall be suspended in case of suspension of the qualification certificate of the tax adviser and can also be suspended in case of non-payment of membership fees two or more times in succession within the period established by these Articles of Association or the Board of Directors of the Chamber of Tax Advisers.

4.5. The decision to suspend the membership in the Chamber of Tax Advisers shall be made by the Board of Directors of the Chamber of Tax Advisers not later than within 15 (fifteen) days from the date of obtaining the information and (or) the documents that are the basis for the suspension of membership in the Chamber of Tax Advisers specified in paragraph 4.4 of these Articles of Association.

The decision to renew membership in the Chamber of Tax Advisers shall be made by the Board of Directors of the Chamber of Tax Advisers not later than within 15 (fifteen) days from the date of obtaining the information and (or) the documents confirming the renewal of the qualification certificate of the tax adviser or the loss of the grounds for suspending membership in the Chamber of Tax Advisers.

4.6. Membership in the Chamber of Tax Advisers shall be lost in case of termination or revocation of the qualification certificate. The decision to exclude a person from the register of members of the Chamber of Tax Advisers shall be made by the Board of Directors of the Chamber of Tax Advisers not later than within 15 (fifteen) days from the date of receiving the information and (or) the documents that are the grounds for termination of membership in the Chamber of Tax Advisers. In this case the date of termination or revocation of the qualification certificate shall be the date of loss of membership.

4.7. In case of suspension or loss of membership in the Chamber of Tax Advisers the entry fee, membership fees, contributions, as well as donated commodities shall not be subject to return.

ARTICLE 5. BODIES OF THE CHAMBER OF TAX ADVISERS, THEIR COMPETENCE

5.1. The bodies of the Chamber of Tax Advisers shall be:

- the general meeting (meeting of authorized representatives);
- the Board of Directors of the Chamber of Tax Advisers;
- the Control and Audit Committee of the Chamber of Tax Advisers;
- the Disciplinary Committee of the Chamber of Tax Advisers.

5.2. The supreme body of the Chamber of Tax Advisers shall be the general meeting (meeting of authorized representatives). The general meeting shall consist of all members of the Chamber of Tax Advisers until the moment of approval by the general meeting of the procedure for election of their authorized persons by the tax advisers.

5.3. The general meeting (meeting of authorized representatives) shall be convened by the Board of Directors of the Chamber of Tax Advisers in accordance with the plan of action approved by it, but at least once a year.

5.4. An extraordinary general meeting (meeting of authorized representatives) shall be held in accordance with the decision of the Board of Directors of the Chamber of Tax Advisers, by the initiative of at least one third of the members of the Chamber of Tax Advisers, upon the written request of the Control and Audit Committee of the Chamber of Tax Advisers. The extraordinary general meeting (meeting of authorized representatives) shall be held within the terms established by the Board of Directors of the Chamber of Tax Advisers. The decisions of the general meeting (meeting of authorized representatives) within 5 (five) business days after the end of its work shall be recorded in the minutes signed by the Chairman of the Board of Directors of the Chamber of Tax Advisers and the Secretary of the general meeting. Extracts from the minutes of the general meeting (meeting of authorized representatives) shall be signed by the Chairman of the Board of Directors of the Chamber of Tax Advisers or his or her deputy.

5.5. The Board of Directors of the Chamber of Tax Advisers when making a decision on holding the general meeting (meeting of authorized representatives) shall determine the type of meeting, date, time and place of holding the general meeting (meeting of authorized representatives) and shall form the agenda of the general meeting (meeting of authorized representatives). The decision to convene the general meeting (meeting of authorized representatives) shall be communicated to the members of the Chamber of Tax Advisers not later than within 15 (fifteen) days before the date of its holding.

5.6. The general meeting (meeting of authorized representatives) shall be considered quorate if more than 50 (fifty) percent of the total number of the members of the Chamber of Tax Advisers are present thereat.

5.7. Decisions of the general meeting (meeting of authorized representatives) shall be made by a simple majority of the votes of the members of the Chamber of Tax Advisers present at the meeting via open ballot unless a larger number of votes for making a decision is provided for in these Articles of Association.

5.8. The exclusive competence of the general meeting (meeting of authorized representatives) shall include the following issues:

- approval of the Articles of Association of the Chamber of Tax Advisers, as well as the introduction of alterations and (or) additions to it;
- determination of main areas of activities and approval of the plan of action of the Chamber of Tax Advisers;
- election of members of the Board of Directors of the Chamber of Tax Advisers, Control and Audit Committee of the Chamber of Tax Advisers and determination of the powers of these bodies in accordance with these Articles of Association;
- making decisions on the early recall of the members of the Board of Directors of the Chamber of Tax Advisers, the Control and Audit Committee of the Chamber of Tax Advisers;
- approval of the procedure (regulations) of the general meeting (meeting of authorized representatives), introduction of alterations and (or) additions to it;
- approval of the amounts of the entry fee, membership fees and other payments;
- approval of conclusions and reports of the Control and Audit Committee of the Chamber of Tax Advisers;
- approval of income and expenditure estimates of the Chamber of Tax Advisers, their amendment;
- consideration of complaints against the decisions of the Board of Directors of the Chamber of Tax Advisers, the Control and Audit Committee of the Chamber of Tax Advisers;
- approval of the marks of the Chamber of Tax Advisers.

5.9. The general meeting (meeting of authorized representatives) shall also be entitled to make decisions on other issues related to the activities of the Chamber of Tax Advisers. The decisions of the general meeting (meeting of authorized representatives) shall be binding for all members of the Chamber of Tax Advisers, as well as for the bodies of the Chamber of Tax Advisers.

5.10. Within the period between general meetings (meetings of authorized representatives) the control over the activities of the Chamber of Tax Advisers shall be carried out by a collegial executive body - the Board of Directors of the Chamber of Tax Advisers elected by the general meeting (meeting of authorized representatives) from the members of the Chamber of Tax Advisers and consisting of 3 people for a period of four years.

5.11. Regular meetings of the Board of Directors of the Chamber of Tax Advisers shall be convened by the Chairman of the Board of Directors of the Chamber of Tax Advisers and held at least once a quarter of a year. Extraordinary meetings of the Board of Directors of the Chamber of Tax Advisers shall be convened by any of the members of the Board of Directors of the Chamber of Tax Advisers when it is required to consider the issues that are within the competence of the Board of Directors of the Chamber of Tax Advisers, which must be considered before holding a regular meeting.

5.12. The Board of Directors of the Chamber of Tax Advisers shall be entitled to make decisions if more than half of its members are present at its meeting. The decisions of the Board of Directors of the Chamber of Tax Advisers shall be made by a simple majority of votes from the number of its members present at the meeting via open ballot. If the vote is a tie the vote of the Chairman of the Board of Directors of the Chamber of Tax Advisers shall be casting.

5.13. The member of the Board of Directors of the Chamber of Tax Advisers shall be entitled to state his cessation from the Board of Directors of the Chamber of Tax Advisers at any time by sending a written notice to the attention of the Chairman of the Board of Directors of the Chamber of Tax Advisers. The decision to terminate the powers of a member of the Board of Directors of the Chamber of Tax Advisers upon application shall be made by the Board of Directors of the Chamber of Tax Advisers at its regular meeting.

5.14. The Board of Directors of the Chamber of Tax Advisers shall:

- organize the development of plans of action of the Chamber of Tax Advisers, coordinate their implementation;
- make decisions on convocation of the regular or extraordinary general meeting (meeting of authorized representatives), form the agenda;
- determine the ways of implementation and organize the implementation of decisions of the general meeting (meeting of authorized representatives);
- elect the Chairman of the Board of Directors of the Chamber of Tax Advisers from its members by agreement with the Tax and Duties Ministry of the Republic of Belarus;
- elect the Deputy Chairman of the Board of Directors of the Chamber of Tax Advisers;
- consider the submission of the Tax and Duties Ministry of the Republic of Belarus on early recall of the Chairman of the Board of Directors of the Chamber of Tax Advisers who committed systematic (two or more times during the year) violations of the legislative requirements, these Articles of Association;
- consider the application of the Chairman of the Board of Directors of the Chamber of Tax Advisers about early termination of his or her powers;
- coordinate the plan of action of the Control and Audit Committee of the Chamber of Tax Advisers;
- make decisions on the admission to membership of the Chamber of Tax Advisers, the suspension and loss of membership in the Chamber of Tax Advisers;
- determine the procedure for carrying out disciplinary proceedings in relation to tax advisers;
- organize the development and approve local legislative acts (except for local legislative acts the approval of which is within the competence of the general meeting (meeting of authorized representatives) required for the implementation of activities of the Chamber of Tax Advisers);
- make decisions on the issues of joining unions (associations) by the Chamber of Tax Advisers as well as on the issues of participation in the creation of international non-profit organizations, becoming its member (as part of achieving purposes and objectives of the Chamber of Tax Advisers established by the legislation and these Articles of Association);
- determine the procedure for the distribution and expenditure of funds received by the Chamber of Tax Advisers including entry fees and membership fees;
- make decisions on acquisition of property and its disposal;
- determine the terms and procedure for payment of the entry fee, membership fees and other payments of tax advisers to the Chamber of Tax Advisers;
- give consent in cases provided for by these Articles of Association to conclude transactions by the Chairman of the Board of Directors of the Chamber of Tax Advisers with the property (including monetary funds) of the Chamber of Tax Advisers in the amount exceeding the one determined by the decision of the Board of Directors of the Chamber of Tax Advisers;

- approve annual reports on the execution of income and expenditure estimates of the Chamber of Tax Advisers;
- organize advanced training of tax advisers by holding and (or) organizing conferences, seminars, lectures and other events;
- make decisions on the creation of expert councils, commissions, working groups of the Chamber of Tax Advisers aimed at contributing to the achievement of purposes and objectives of the Chamber of Tax Advisers;
- determine the number of members and elect the Disciplinary Committee of the Chamber of Tax Advisers;
- approve the structure, number and staff schedule of the Chamber of Tax Advisers, the working procedure, forms, system and amount of remuneration of employees of the Chamber of Tax Advisers;
- exercise other powers as provided for by the legislation and these Articles of Association that are not within the exclusive competence of the general meeting (meeting of authorized representatives) of the Chamber of Tax Advisers.

5.15. The Chairman of the Board of Directors of the Chamber of Tax Advisers shall be elected by the Board of Directors of the Chamber of Tax Advisers from its members by agreement with the Tax and Duties Ministry of the Republic of Belarus for the period of four years.

5.16. The Deputy Chairman of the Board of Directors of the Chamber of Tax Advisers shall be elected by the Board of Directors of the Chamber of Tax Advisers from its members for the period of four years.

5.17. The Chairman of the Board of Directors of the Chamber of Tax Advisers (in his or her absence – Deputy Chairman of the Board of Directors of the Chamber of Tax Advisers) shall exercise supervisory control over the activities of the Chamber of Tax Advisers within the competence determined by these Articles of Association, over the decisions of the bodies of the Chamber of Tax Advisers, shall superintend the work of the Board of Directors of the Chamber of Tax Advisers, shall issue orders.

5.18. The Chairman of the Board of Directors of the Chamber of Tax Advisers shall:

- represent the Chamber of Tax Advisers in relations with public authorities and other organizations, as well as with citizens, act on behalf of the Chamber of Tax Advisers without a power of attorney, dispose of property in accordance with the nature of the property and the income and expenditure estimate;
- interact with media organizations on behalf of the Chamber of Tax Advisers;
- ensure compliance with the resolutions of the general meeting (meeting of authorized representatives), the Board of Directors of the Chamber of Tax Advisers, other bodies of the Chamber of Tax Advisers;
- convene and arrange meetings of the Board of the Chamber of Tax Advisers;
- preside at the meeting of the general meeting (meeting of authorized representatives), the Board of Directors of the Chamber of Tax Advisers;
- coordinate the activities of the administration of the Chamber of Tax Advisers, may delegate in writing a part of its powers (not within the exclusive competence of the Chairman of the Board of Directors of the Chamber of Tax Advisers) to the Deputy Chairman of the

Chamber of Tax Advisers, the employees of the administration of the Chamber of Tax Advisers;

- approve the internal rules of conduct of the administration of the Chamber of Tax Advisers;
- perform financial and administrative activities of the Chamber of Tax Advisers, provide economic activities, have the power for first signature, sign financial and administrative documents of the Chamber of Tax Advisers;
- make transactions on behalf of the Chamber of Tax Advisers;
- make decisions on the acquisition of property, disposition (including alienation) of property that is the property of the Chamber of Tax Advisers, in accordance with the annual income and expenditure estimate and the nature of the property within the limits established by the resolution of the board of directors of the Chamber of Tax Advisers;
- issue powers of attorney in accordance with the statutory procedure of the Republic of Belarus;
- open bank accounts, manage funds thereon;
- employ and dismiss the employees of the administration of the Chamber of Tax Advisers;
- approve job descriptions of the employees of the administration of the Chamber of Tax Advisers;
- approve designs of the seal, stamps, letterheads of the Chamber of Tax Advisers;
- represent and protect the interests of the Chamber of Tax Advisers at courts and arbitrations;
- make decisions arising from labor and related relations with respect to the employees of the administration of the Chamber of Tax Advisers;
- consider complaints against decisions of the disciplinary committee of the Chamber of Tax Advisers;
- perform organizational and administrative functions, exercise other powers in accordance with the purposes and objectives of the Chamber of Tax Advisers, solve other business issues that are not within the exclusive competence of the general meeting (meeting of authorized representatives) and the Board of Directors of the Chamber of Tax Advisers.

5.19. The Chairman of the Board of Directors of the Chamber of Tax Advisers shall have the right to early terminate his powers by sending a notice to the Board of Directors of the Chamber of Tax Advisers not later than 1 (one) month before the date of termination of his or her powers. The powers shall be considered as terminated upon the expiration of one month from the date of notification of the Board of Directors of tax Advisers of early termination of the powers.

5.20. The body of the Chamber of Tax Advisers exercising internal control (the audit body of the Chamber of Tax Advisers) shall be the Control and Audit Committee of the Chamber of Tax Advisers elected by the general meeting (meeting of authorized representatives) consisting of at least 3 persons for a period of four years. The Control and Audit Committee of the Chamber of Tax Advisers shall perform an internal audit of the activities of the Chamber of Tax Advisers, as well as exercise internal control over the compliance of the activities of the Chamber of Tax Advisers with the legislation and these Articles of Association.

5.21. The Control and Audit Committee of the Chamber of Tax Advisers shall elect a chairman from its members at its meeting. The Chairman of the Control and Audit Committee of the Chamber of Tax Advisers shall be in charge of the Control and Audit

Committee of the Chamber of Tax Advisers and submit a report on the work of the Control and Audit Committee of the Chamber of Tax Advisers to the general meeting (meeting of authorized representatives) on an annual basis.

5.22. The members of the Board of Directors of the Chamber of Tax Advisers cannot become the members of the Control and Audit Committee of the Chamber of Tax Advisers.

5.23. The decisions of the Control and Audit Committee of the Chamber of Tax Advisers shall be made by a simple majority of votes from the number of the members of the Control and Audit Committee of the Chamber of Tax Advisers present at the meeting in case not less than two thirds of its members are present. The meetings of the Control and Audit Committee of the Chamber of Tax Advisers shall be held as required but at least once a year.

5.24. The Control and Audit Committee of the Chamber of Tax Advisers:

5.24.1. shall exercise control over:

- compliance with the decisions of the general meeting (meeting of authorized representatives), other bodies of the Chamber of Tax Advisers, plans, programs of activities of the Chamber of Tax Advisers and other provisions;
- the procedure and terms of consideration of appeals of citizens and legal entities to the Chamber of Tax Advisers;
- financial and economic activities of the Chamber of Tax Advisers;
- preparation of reports on the execution of the income and expenditure estimate of the Chamber of Tax Advisers;
- receipt and expenditure of material resources of the Chamber of Tax Advisers;

5.24.2. shall prepare conclusions for the annual reports of the Chamber of Tax Advisers closed in accordance with the statutory procedure of the Republic of Belarus;

5.24.3. shall carry out other functions as provided for by the regulation on the Control and Audit Committee of the Chamber of Tax Advisers.

5.25. The bodies of the Chamber of Tax Advisers shall provide materials required for exercising control to the Control and Audit Committee of the Chamber of Tax Advisers. In case the violation is revealed the Control and Audit Committee of the Chamber of Tax Advisers shall be obliged to inform the Board of Directors of the Chamber of Tax Advisers about it within five days from the date of drawing up a certificate of inspection.

5.26. To perform disciplinary proceedings the Board of Directors of the Chamber of Tax Advisers shall create the Disciplinary Committee of the Chamber of Tax Advisers consisting of at least 3 people. The term of powers of the Disciplinary Committee of the Chamber of Tax Advisers shall be four years.

5.27. The Disciplinary Committee of the Chamber of Tax Advisers cannot include members of the Board of Directors of the Chamber of Tax Advisers, the Control and Audit Committee of the Chamber of Tax Advisers.

5.28. The Disciplinary Committee of the Chamber of Tax Advisers shall elect a chairman and a secretary from its members at its meeting. The Chairperson of the disciplinary committee of the Chamber of Tax Advisers shall exercise control of the Disciplinary Committee of the Chamber of Tax Advisers and submit a report on the work of the

committee and the results of the analysis of disciplinary practice to the board of directors of the Chamber of Tax Advisers on an annual basis.

5.29. Meetings of the Disciplinary Committee of the Chamber of Tax Advisers shall be held as required but at least 1 (once) a year, and shall be considered quorate if more than half of its members participate in them. The decision shall be made by a simple majority of votes.

5.30. The powers of the disciplinary committee of the Chamber of Tax Advisers shall be:

- consideration of complaints against the actions of the tax adviser, recommendations of public authorities, officials about bringing the tax adviser to disciplinary responsibility, special court rulings (hereinafter referred to as the complaint (submission, ruling)) relating to tax advisers;
- commencement, termination of disciplinary proceedings based on the results of consideration of complaints (submissions, rulings) relating to tax advisers;
- making decisions on refusal to commence disciplinary proceedings based on the results of consideration of complaints (submissions, definitions) relating to tax advisers;
- consideration of cases of disciplinary responsibility relating to tax advisers with the imposition of disciplinary penalty in the form of a remark, a reprimand;
- early withdrawal of disciplinary penalties from tax advisers.

5.31. Meetings of all elected bodies of the Chamber of Tax Advisers shall be recorded in the minutes.

ARTICLE 6. REMUNERATION AND DISCIPLINARY RESPONSIBILITY OF THE MEMBERS OF THE CHAMBER OF TAX ADVISERS

6.1. The members of the Chamber of Tax Advisers shall be remunerated in accordance with the decision of the Chamber of Tax Advisers for the fulfillment of their professional duties in good faith, their long and exemplary work.

6.2. The incentive measures may be applied to the members of the Chamber of Tax Advisers as follows:

- expression of gratitude,
- awarding a certificate of honour,
- awarding of valuable gift,
- other incentive measures provided for by the regulation on incentives approved by the Board of Directors of the Chamber of Tax Advisers.

6.3. The decision on the incentive measures shall be made by the Board of Directors of the Chamber of Tax Advisers upon the recommendation of the Chairman of the Board of Directors of the Chamber of Tax Advisers or on its own initiative in the manner determined by the regulation on incentives.

6.4. A member of the Chamber of Tax Advisers shall be subject to disciplinary responsibility for the improper performance of his professional duties, the failure to comply with the code of professional ethics of a tax adviser, the failure to comply with the provisions of these Articles of Association.

6.5. Disciplinary penalties that may be applied to the members of the Chamber of Tax Advisers shall be notices and reprimands. When imposing disciplinary penalty one should take into account the gravity of the harm occurred, its consequences, the circumstances under which it was done, the form of guilt, as well as other circumstances that may be deemed material and taken into account when making the relevant decision.

6.6. Only one disciplinary penalty may be applied for each offense committed to a member of the Chamber of Tax Advisers.

6.7. In case of systematic (two or more times during a year) violations of the legislative requirements of the Republic of Belarus, the obligations provided for by the legislation of the Republic of Belarus, the Disciplinary Committee of the Chamber of Tax Advisers shall provide information about this with the attachment of documentary evidence to the Chairman of the Board of Directors of the Chamber of Tax Advisers for making a decision on submitting information to the Tax and Duties Ministry of the Republic of Belarus to initiate termination of the qualification certificate of a tax adviser.

6.8. The disciplinary proceedings shall be determined by the Board of Directors of the Chamber of Tax Advisers.

ARTICLE 7. MONETARY FUNDS AND OTHER PROPERTY OF THE CHAMBER OF TAX ADVISERS

7.1. The property of the Chamber of Tax Advisers shall be formed from the entry and membership fees of tax advisers, donated commodities, including contributions, proceeds from the use of its property, other sources in accordance with the law and shall be in its ownership.

7.2. The Chamber of Tax Advisers shall be liable to the full extent of its property. The Chamber of Tax Advisers shall be liable to the extent of that property to relation of which execution can be levied.

7.3. The amount of the entry fee, membership fees to the Chamber of Tax Advisers shall be determined by the general meeting (meeting of authorized representatives). The procedure and terms for payment of membership fees shall be determined by the Board of Directors of the Chamber of Tax Advisers.

7.4. The members of the Chamber of Tax Advisers shall not have ownership rights to the property of the Chamber of Tax Advisers. The property transferred to the ownership of the Chamber of Tax Advisers by its members shall be the property of the Chamber of Tax Advisers and not be subject to return.

7.5. In case of loss of membership in the Chamber of Tax Advisers the property transferred for temporary possession and use to the Chamber of Tax Advisers by its members shall be returned in accordance with the terms of the contracts on the basis of which this property was transferred to the Chamber of Tax Advisers.

7.6. The monetary funds of the Chamber of Tax Advisers shall be placed into bank accounts of the banks registered on the territory of the Republic of Belarus.

7.7. The Chamber of Tax Advisers shall be entitled to use its property only to achieve the purposes and tasks determined by these Articles of Association. The Chamber of Tax Advisers shall own, use and dispose of the property owned by it in accordance with the procedure determined by the legislation and these Articles of Association.

7.9. The Chamber of Tax Advisers may conduct any transactions relating to the property in its ownership that do not contradict the law and these Articles of Association.

ARTICLE 8. PROCEDURE OF INTRODUCTION OF ALTERATIONS AND (OR) ADDITIONS TO THE ARTICLES OF ASSOCIATIONS OF THE CHAMBER OF TAX ADVISERS

8.1. Alterations and (or) additions to the Articles of Association of the Chamber of Tax Advisers shall be introduced by the general meeting (meeting of authorized representatives) and shall be subject to state registration in accordance with the procedure determined by the legislation of the Republic of Belarus.

8.2. The decision on the approval of the Articles of Association, the introduction of alterations and (or) additions to the Articles of Association of the Chamber of Tax Advisers shall be made by 3/4 of the votes of the members present at the general meeting (meeting of authorized representatives) having a quorum.

ARTICLE 9. LIQUIDATION OF THE CHAMBER OF TAX ADVISERS

9.1. The liquidation of the Chamber of Tax Advisers can be carried out only on the basis of a legislative act.

9.2. In case of liquidation of the Chamber of Tax Advisers the property remaining after settlements with creditors of the Chamber of Tax Advisers shall be aimed at the purposes provided for by paragraph 2.1. of these Articles of Association.

ARTICLE 10. OTHER PROVISIONS

10.1. The Chamber of Tax Advisers shall be guided by the legislation of the Republic of Belarus on all other issues not governed by these Articles of Association.

Bound and sealed on 18 (eighteen) sheets.

Adviser of the Directorate of
Nonprofit Organizations
of the Ministry of Justice
of the Republic of Belarus
/signed/ Ye.A. Kakusha

/Official round seal affixed/: Ministry of Justice of the Republic of Belarus

/Official round seal affixed/: Ministry of Justice of the Republic of Belarus