

Eclipse Foundation AISBL
International not-for-profit association
Rond Point Schuman 11 Brussels 1040 Belgium
VAT BE 0760.624.114
RLE Brussels (French-speaking Enterprise Court)
(THE "ASSOCIATION")

MINUTES OF THE (SECOND) EXTRAORDINARY MEETING OF THE ANNUAL GENERAL ASSEMBLY OF 16 FEBRUARY 2022

The general assembly of the Association (the "**General Assembly**") held a (2nd) extraordinary meeting at Eclipse Foundation offices at 2934 Baseline Road, Suite 202, Ottawa, ON, Canada, and via Telephone Conference / Video Conference on 16 September 2021, which was opened at 15:33 CET by Mike Milinkovich, Executive Director. Paul White acted as secretary of the meeting.

Attendance

Voting Members present or validly represented:

- Thiago Weber, SAP SE
- Jim Wright, Oracle
- James Eggleston, European Space Agency
- Kenji Kazamura, Fujitsu
- Marquart Franz, Siemens AG
- Harald Mackamul, Bosch
- Manuel Bork, Yatta Solutions GmbH
- Robert Hilbrich, DLR
- Sarah White, OpenDevise
- Sebastien Gerard, CEA List
- Jonas Helming, EclipseSource
- Deborah Bryant, Red Hat
- Tom Ritter, Fraunhofer AG
- Mark Goodchild, Renesas Electronics GmbH
- Philip Wenig, Lablicate

- Jonah Graham, KitchwaCoders
- Cornelius Schumacher, DB System
- Jesse McConnell, Webtide
- Hendrik Ebbers, Karakun
- Bryan Che, Huawei
- Liu Xiang, Primeton Technologies
- James J Hunt, AICAS
- Sayeed Choudhury, Johns Hopkins University
- Wang Feng, HuNan Asiainfo AnHui Technology
- Andrea Gallo, Linaro Limited
- Alan Clark, SUSE LLC
- Gunnar Wagenknecht, Salesforce

Other members in attendance:

- Kai Hudalla, Bosch

Non-members present or validly represented:

- Mike Milinkovich, Executive Director, Eclipse Foundation AISBL
- Paul White, Secretary/Treasurer, Eclipse Foundation AISBL
- Zahra Fazli, Membership Coordination Lead, Eclipse Foundation
- Gesine Freund, Corporate Executive Assistant, Eclipse Foundation

Agenda

1. Executive Director's Welcome
2. Appointment of EY as statutory auditor of the Association
3. Approval of special proxy enabling legal counsel to take care of publication and registration formalities

Preliminary Statement

In accordance with article 20.7 of the Association's Bylaws, as this was the second extraordinary meeting with the same agenda as set for the previous meeting which did not meet quorum, the Secretary confirmed that the quorum requirement for the meeting was met.

GENERAL BUSINESS

The meeting was called to order at 16:33 CET by Mike Milinkovich.

Resolutions

After having discussed the items on the agenda as set out above, the General Assembly unanimously:

1. Executive Director's Welcome

ACKNOWLEDGED that Mike Milinkovich welcomed the Members. Mike informed the Members, and all agreed, that Zoom's voting mechanism would be used for voting purposes on the matters before the Assembly. For each vote, the Members would be given the option to: a) vote in favor, b) vote against, and c) to abstain.

2. Appointment of EY as statutory auditor of the Association

RESOLVED to appoint as statutory auditor EY Réviseurs d'Entreprises SRL, whose registered office is located at 1831 Diegem, De Kleetlaan 2, registered with the Crossroads Bank for Enterprises under number 0446.334.711, represented by Mr Carlo-Sébastien D'Addario, auditor. The statutory auditor's mandate will expire at the end of the ordinary meeting of the General Assembly called to approve the accounts for the financial year ending on December 31, 2023. The annual fees of the statutory auditor have been fixed at 9.000€ annually.

3. Approval of special proxy enabling legal counsel to publish notices to Belgian Gazette

RESOLVED to grant power to Ruth Wirtz and Laurent De Pauw, attorneys-at-law with office at Bastion Tower, Marsveldplein 5, 1050 Brussels, or any other attorney-at-law from the firm Osborne Clarke, with office at the same address, each acting alone and with power to substitute, to act on behalf of the Eclipse Foundation AISBL in order to comply with the legal requirements resulting from these minutes, and in particular the publication of an extract of these minutes in the Annexes to the Belgian State Gazette and the updating of the Eclipse Foundation AISBL registration information at the register of legal persons of the Belgian Crossroads Bank of Enterprises. The proxies are authorised to sign every document, form, register, notification or letter and to take every necessary step towards the Enterprise Court,

the one-stop business shops and the Belgian Crossroads Bank of Enterprises and more generally, to undertake any action necessary following these minutes.

There being no further items on the agenda, the meeting was closed at 15:45 CET.

Executed in one (1) original counterpart,

/s/ Paul White

Secretary of Meeting

Annex:

None