



ASSOCIATION FOR THE PROTECTION OF THE ORIGIN OF SWISS COSMETICS
ASSOCIATION POUR LA PROTECTION DE L'ORIGINE DES COSMETIQUES SUISES
VEREINIGUNG ZUM SCHUTZ VON KOSMETIKERZEUGNISSEN SCHWEIZER HERKUNFT
ASSOCIAZIONE PER LA PROTEZIONE DELL'ORIGINE DEI COSMETICI SVIZZERI

STATUTES OF THE ASSOCIATION FOR THE PROTECTION OF THE ORIGIN OF SWISS COSMETICS (SWISSCOS)

I. General provisions

Art. 1: Name, Duration, Registered Office

Swiss cosmetics manufacturers hereby form an association organised as a corporation and enjoying a legal personality in accordance with the Swiss Civil Code CCS Art. 60 and seq. This association is called:

Association for the Protection of the Origin of Swiss Cosmetics (SWISSCOS)

This association is referred to thereafter as the « Association ». The Association is of unlimited duration. It is governed by the present Statutes and Art. 60 and seq. of the Swiss Civil Code.

The association's registered office is in Pully.



Art. 2: Corporate purpose

The corporate purpose of the association is to defend and promote the interests of Swiss manufacturers of cosmetic, perfumery and subsidiary products in Switzerland and abroad.

This aim implies in particular that the association shall:

- 1) take any measures required to prevent the use, on a cosmetic, perfumery or subsidiary product, of the national emblem, of the words « Suisse », « Schweizer » or « schweizerische », « Swiss » or « Swiss made » or their equivalents in another language, as well as the use of such a term anywhere for any other activity concerning a product which is not of Swiss origin in accordance with the Ordinance of Federal Council on the Use of Swiss Indications of Source for Cosmetic Products of November 23, 2016 (RS 232.112.3).
- 2) promote the SWISSCOS trademark protected by registration of word and figurative marks in Switzerland and abroad, using all appropriate measures, in particular public relations activities and taking part, where appropriate, to events.
- 3) defend the common interests of its members before national and international authorities and represent its members before these authorities.
- 4) generally safeguard the common interests of its members.

Art. 3: Members

Any company may become an active member of the association, provided that:

- a) it is registered in the Swiss Commercial Registry, and
- b) fully manufactures or arranges to be manufactured and fully packages or arranges to be packaged all its products in Switzerland, which are offered to the public (end user).

The Swiss subsidiaries of companies whose main establishment is abroad may not become active members.

Anyone who is able to prove the Swiss origin of his/her products, in compliance with the Ordinance of Federal Council on the Use of Swiss Indications of Source for Cosmetic Products of November 23, 2016 (RS 232.112.3) is considered to manufacture his products in Switzerland in the sense of paragraph one of the present Article.

Applications for admission shall be sent to the committee in writing. The committee may ask to produce evidence proving the Swiss origin of the products in accordance with the above-mentioned Ordinance. The committee may subordinate the admission to other conditions. Anyone who is registered in the Swiss Commercial Registry and



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is interested in the aims pursued by the association and wishes to support it by a financial contribution may become a passive member.

Any third-party user with whom an active member has concluded a user contract in accordance with the applicable legal provisions contained in the Regulations Governing Use is also entitled to become a passive member.

The general meeting may appoint as an honorary member any person who has rendered valuable services to the association.

Art. 4: Use of the mark

Active members have the right to use the trademark of the Association, as a word or a figurative mark in order to promote their cosmetic, perfumery or subsidiary products in accordance with the applicable legal provisions and with the Regulations Governing Use of the trademark.

Active members have the right to conclude with third parties that do not manufacture cosmetic, perfumery or subsidiary products in Switzerland within the meaning of Art. 3 paragraph 3 here above a contract to cover the use of the SWISSCOS trademark, according to the provisions contained in the Regulations Governing Use.

II. Obligations of the members

Art. 5: Compliance with statutory and regulatory obligations

All members undertake to comply with the present Statutes and to the rules and regulations of the association, mainly to the Regulations Governing Use of the trademark.

Art. 6: Admission fee

Any new member shall pay an admission fee, the amount of which shall be set by the ordinary general meeting.

Art. 7: Annual subscription fee and extraordinary contributions

Each member shall pay an annual subscription fee, the amount of which shall be set by the ordinary general meeting.

After consultation with the general meeting, the committee may request from each member an extraordinary contribution in case the association's assets are insufficient to cover the costs associated with the specific needs of the association.



In case of special activity, intervention or particular event for the sole benefit of a given member, the committee may invoice the beneficiary for the costs incurred upon proof of payment.

III. Resignation and exclusion of members

Art. 8: Resignation

Any member who wishes to leave the association must notify the committee in writing within six months preceding the end of the financial year, setting out his reasons for resignation.

The resigning member must first carry out the obligations arising from the commitments undertaken.

Art. 9: Exclusion

Upon a proposal of the committee, the general meeting may exclude any member who fails to fulfil his legal and statutory obligations or fails to comply with the decisions taken by the association's governing bodies or the obligations arising from the Regulations Governing Use of the trademark.

Art. 10: Effect of resignation or exclusion

Any member who resigns or is excluded loses the right of use provided for in Art. 4 of the present Statutes, as from the date on which the resignation or exclusion takes effect.

The Regulations Governing Use of the trademark contain the procedures related to this effect.

IV. Organisation

Art. 11: Governing bodies

The association's governing bodies are:

- the general meeting
- the committee
- the auditors



Art. 12: General meeting

The general meeting is the association's supreme body.

- The ordinary general meeting shall be convened once a year. Extraordinary general meetings may be convened as often as necessary.
- The ordinary general meeting is convened by the committee by means of an invitation detailing the items on the agenda which shall, except in case of emergency, reach the members at least ten days before the date of the meeting.
- The committee shall convene the general meeting in the cases provided for by the present Statutes and on written request of one-fifth of the active members.
- The vote by written procedure shall be accepted.
- The general meeting shall be chaired by the chairperson of the committee who is also the president of the association.

Art. 13: Quorum and required majorities

The general meeting may take decisions only if half of the active members are present or represented.

Passive and honorary members have consultative voice.

The general meeting shall take its decisions by a simple majority vote of the active members present or represented.

In the event of a split vote, the vote of the association's president shall count double.

However a majority of 3/4 of the votes of the active members present or represented is required in order to:

- modify the Regulations Governing Use of the trademark such as stipulated in the present Statutes (Art. 4).
- adopt or modify the Regulations Governing Use of the trademark
- exclude members
- dissolve the association and allocate the corporate assets
- modify paragraph 4 of Art. 13

Art. 14: Powers of the general meeting

The general meeting shall appoint the committee and the auditors chosen among its members. It shall decide on the admission of members and take resolutions concerning the association which are not within the competence of the committee or of another body.



Art. 15: Committee

The committee shall consist of a minimum of three members who shall be appointed by the general meeting for a period of two years. They may be re-elected.

The chairperson and the vice-president shall be appointed by the general meeting.

The committee shall meet when convened by its Chairperson, who shall choose the date and venue of the meeting.

The committee shall run the association's business and report to the general meeting on any issues of interest to the members.

The committee may take decisions only where two-thirds of its members are present. Decisions shall be approved by simple majority vote of members present.

Voting by written procedure is accepted.

Art. 16: Confidentiality

The members of the committee shall be bound by official secrecy. They are not authorised to use for themselves or in favour of third parties confidential information which they may have received during the exercise of their activity as committee members.

Art. 17: Auditors and financial years

Two auditors shall be appointed by the general meeting for a period of two years. They may be re-elected.

The auditors shall have full access to the association's accounts at any time.

They shall submit to the ordinary general meeting a written report on the audit of the accounts and of the balance sheet and shall establish the budget.

The financial year shall run from 1st of January to 31st of December.

Art. 18: Representation

The association shall be represented by the Chairperson, the vice-president or two committee members. It shall be bound by the sole signature of the Chairperson or by the joint signature of two committee members.



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V. Final provisions

Art. 19: Languages

The present Statutes shall be drawn up in French and English. In the event of a discrepancy between the texts, the French version shall prevail.

Art. 20: Applicable law and jurisdiction

Any dispute relating to the application or interpretation of the present Statutes shall be subject to Swiss law. The courts of the Canton de Vaud shall have jurisdiction.

The present choice of applicable law and jurisdiction are binding on anyone who becomes an active, passive or honorary member subsequent to the date of adoption of the Statutes in the constitutory meeting.

Art. 21: Entry into force

The present Statutes were adopted on September 1, 2020 and shall be effective forthwith.

The President

The Vice-President