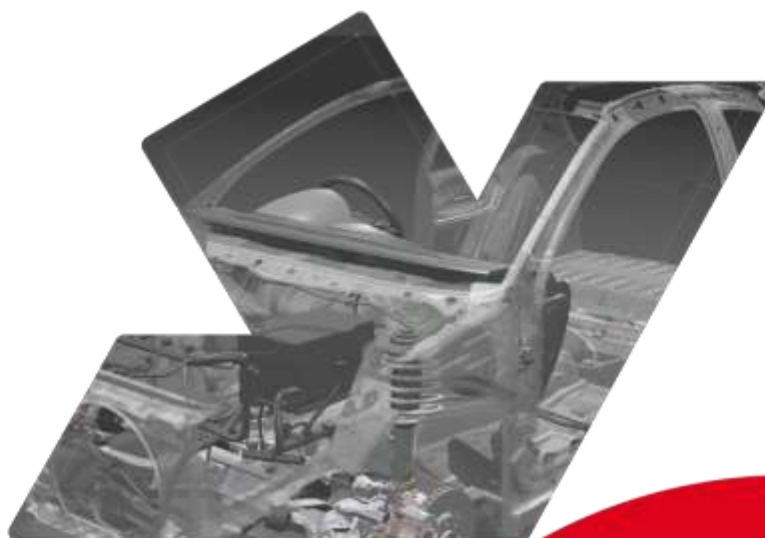


INTERNAL RULES OF PROCEDURE OF THE GALIA ASSOCIATION

GRP - July 2025



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Important:

GALIA is an association governed by the French Law of Associations.

This is a translation of the original document, written in French, that is the only legal official document. The French version is available on our website.

In case of any difference of understanding between the French and the English document, the valid text is the French version.



INTRODUCTION

The present document Rules of Procedure was established under Article 24 of the Association By-Laws. The document completes and defines the organizational and operating conditions of the GALIA Association.

The document shall be supplemented, modified or re-examined on proposal of the Board of Directors or of the General Assembly.

The present Rule of Procedure will come into effect on September 1, 2025, following approval by the Board of Directors on July 3, 2025, and distribution to all members of the Association. Adherence to the Bylaws implies acceptance of all provisions of this Rule of Procedure, which carries the same binding authority.

1. ARTICLE 1 : BOARD OF DIRECTORS

1.1. Composition

In addition to four representatives of car manufacturers who are founding members, the distribution of twelve other members of the Board of Directors is as follows:

One representative from each of the other automotive manufacturers, limited to two.
The remaining seats are to be filled by other companies among the active members, ensuring representation of the diversity of member companies.

1.2. Participation in meetings

If unable to attend a meeting, members of the Board of Directors may appoint a proxy from among the other Board members or someone from their company. The proxy authorization must be addressed to the President of the Board.

In addition to the members elected by the General Assembly, the following may attend Board meetings as observers without voting rights:

- Representatives from other automotive industry associations, by a Board decision, provided their organization qualifies as Associate Member B as defined in the Bylaws
- the Chairmen of the GALIA Domains (as defined below),
- the Managing Director of GALIA Association,
- the Project Managers of GALIA Association.
- More generally, any representative of a GALIA member company invited by the Board to contribute to its discussions

2. ARTICLE 2 : DOMAINS

The GALIA Association is organized in "Domains".

A Domain is a community of experts working on a set of common topics contributing to the Association's objectives. The creation or termination of a Domain is decided by the Board of Directors and included in the Rule of Procedure.

The identified "Domain", July 2025, are:

- Logistics
- Engineering
- B2B-EDI
- Data Security
- Catena-X

For each Domain, two key roles are defined:

- **Chairman:** Appointed by the Board upon proposal by Domain members. The Chairman must be a recognized expert in the Domain, both within their company and the GALIA community. Their role is to advise the Board, the GALIA team, and the expert community on strategic choices. The term is two years, renewable.
- **GALIA Project Manager:** A staff member responsible for managing the Domain's activities (meetings, working groups, coordination with other associations, research, etc.) and handling secretariat duties. They rely on the Chairman's expertise.

Employees of member companies are regularly informed of Domain activities by the Chairman and Project Manager and are encouraged to contribute as needed.

3. ARTICLE 3: FUNCTIONING OF GALIA ASSOCIATION - MISSION OF THE MANAGING DIRECTOR

The Managing Director implements the actions defined by the Board of Directors and insures the current management of GALIA Association, both in administrative and achievement terms, with a staff of permanent employees of GALIA Association, which includes, besides the Managing director:

- Project Managers of the different areas covered,
- employees or contractors in charge of the administrative functions: support, accounting,
- ...

As such, the Managing Director:

- prepares and monitors the implementation of the operating budget.
- manages the staff of the Association
- organizes, leads and controls, with the Project Managers, the activities of the Association, as well as the working groups in connection with them.
- prepares the Board of Directors and General Assembly meetings, participates in these meetings and acts as a secretary
- recommends to the Board of Directors modifications which they should consider to improve the functioning of the Association.
- ensure the relevance of the Association communication.
- and, more generally, with the staff of the Association, provides all the daily management required for the proper functioning of the Association.

The Managing Director reports periodically to the Chairman and to the Board of Directors on the activity of the Association and the progression of actions.

The permanent staff composing the operational task force of the Association GALIA, can be:

- either employed by GALIA Association,
- or full-time or part-time employees seconded by member companies of the Association, full- or part time, with possible invoicing.

4. ARTICLE 4: SUBSCRIPTION - FINANCING

According to:

- the economic and financial situation of GALIA Association,
- the approved operating budgets.
- the amount of the other possible resources and subsidies,

the Board of Directors sets periodically:

- membership fees for each category of member,
- the invoicing process and the methods of collecting,
- the frequency of the subscriptions.

For Active Members, fees are invoiced annually in January. Companies that joined before 2022 may continue quarterly or semi-annual payments if desired.

For the Club and Associate B Members, the annual subscription is invoiced once in January.

The membership fees for the different categories of members is included in appendix 1 of the present Rules of Procedure.

Invoiced and assessed amounts should be settled by the members no later than two months after reception.

The admission of a new member is subject to payment of an entrance fee, the amount of which is equal to an annual contribution.

In special cases, for example membership of a former member, the Board of Directors may decide to reduce or cancel this fee.

In case of an admission during the year of a member, regardless of the category, the determination of the amount of its contribution for the current year is calculated "pro rata".

ARTICLE 5: USE OF GALIA'S LOGO AND NAME

The use of GALIA's logo and name, by the members of the Association, for commercial purposes is prohibited. For any other use, the Board of Directors should be first consulted and gives its approval.

ARTICLE 6: COMPLIANCE WITH COMPETITION RULES

The objective of standardization activity is to improve competitiveness and performance of the automotive industry, for the benefit of the end consumer. Within the framework of its mission, GALIA Association has not for purpose and will never have the effect of preventing, of restricting or distorting competition.

Member companies shall make arrangements to raise awareness of the risks and train their staff to act in accordance with competition rules.

When meetings are organized, GALIA Association implements systematic procedures to manage these meetings (Agenda, governance, respect for the agenda, participant list, minutes, accessibility and preservation of documents ...) and to inform the participants, to perpetuate the rules of good conduct.

Each meeting begins with a reminder of competition rules. Participation implies acceptance of these principles:

Participants to GALIA working meetings are committed neither to exchange nor to disclose any information that could constitute a breach of competition law in the scope of commercial relations.

- To communicate any information about current or future selling or purchasing prices, margin levels, or tenders.
- To disclose any information regarding the pricing procedures or strategy
- To discuss any action or process that could come to a market allocation or supply restriction or limit their access.
- To disclose any information regarding the pricing procedures or strategy
- and more generally to share any confidential information about companies' operations.

Any participant, considering that some words said during the meeting constitute a breach of this ethical rule, shall immediately mention it to the audience, to put an end to the disturbance, including by requiring a legal advice.



Tout participant, estimant que des propos tenus en séance constituent une entorse à cette règle déontologique, interpelle immédiatement l'assemblée afin qu'il soit mis fin au trouble, y compris en sollicitant un avis juridique.

5. ARTICLE 7 : NON-COMPLIANCE WITH BY-LAWS AND THE RULE OF PROCEDURE

Failure to respect the rules organizing the functioning of GALIA Association will give rise to a series of measures which are as follows:

- Written warning specifying the reason to the party concerned,
- Temporary exclusion of the services and activities benefitted by the dues-paying members,
- Termination of the membership.

The Board of Director is the only authorized body to estimate the damage and will decide in each case which measures should be implemented. Recurrence shall always cause a tougher measure than previously decided.

ANNEX 1 : ANNUAL FEES 2025

Members	Rates	
Active	< 3 M€	365 €
	from 3 to 7,5 M€	520 €
	from 7,5 to 10 M€	760 €
	from 10 to 15 M€	950 €
	from 15 to 20 M€	1 500 €
	from 20 to 25 M€	2 000 €
	from 25 to 30 M€	2 400 €
	from 30 to 40 M€	3 400 €
	from 40 to 50 M€	3 900 €
	from 50 to 60 M€	4 300 €
	from 60 to 75 M€	4 800 €
	from 75 to 90 M€	5 800 €
	from 90 to 110 M€	6 700 €
	from 110 to 130 M€	7 500 €
	from 130 to 140 M€	8 200 €
	from 140 to 150 M€	9 200 €
	from 150 to 160 M€	11 200 €
	from 160 to 180 M€	12 300 €
	from 180 to 230 M€	13 600 €
	from 230 to 300 M€	15 100 €
	from 300 to 1 000 M€	19 400 €
	from 1 000 to 5 000 M€	21 000 €
	from 5 000 to 10 000 M€	22 500 €
	> 10 000 M€	24 000 €
	STELLANTIS and RENAULT GROUP	88 000 €
Club Global turnover	X € per million euros of turnover	31 €
	Minimum	1 125 €
	Maximum	11 200 €
Associate B	Fixe	420 €