

Report on the Establishment of the
FINANCIAL STATEMENT
as of 31st December 2011

The Climate Concept Foundation

Klosterallee 55
20144 Hamburg

Tax Authority: Hamburg-Nord

Tax Registration Number: 17 / 406 / 03678

Result and Certification

In accordance with our mandate, we have prepared the following Financial Statement for **The Climate Concept Foundation, Hamburg**, as of 31st December 2011 based on the provisions of German Trade Law. Our findings are based on the information provided, the validation of which was not entailed in our mandate.

We executed our mandate in principal adherence and analog application of the guidelines published by the Federal Council of Tax Advisors (of Germany) on the establishment of Annual Financial Statements. This entails the establishment of a Financial Overview based on the financial book keeping and the inventory as well as the application of balance evaluation methods.

HAMBURG,

BORNHÖFT & SIEBKE
TAX ADVISORS

Only German original legally binding

Legal and economic situation

Establishment

The Climate Concept Foundation has been established on 25th Februar 2011 and is domiciled in Hamburg. The responsible Charitable Organization's Surveillance Authority at the County Ministry of Justice officially acknowledged the Foundation as public legal entity on the 1st of March 2011. The Financial Year corresponds to the Calendar Year.

Charitable Purpose

The Foundation's Purpose is the furtherance of General Environmental and Habitat Protection as well as Science and Research. More specifically, it shall contribute to reducing greenhouse gas concentrations in Earth's atmosphere. This aim shall be pursued by initializing emission reduction projects as well as acquisition of CO₂-certificates. In addition, it financially supports the respective research institutions and contributes towards raising public awareness.

Capital Stock

The Foundation's Capital Stock as specified in the Statutes amounts to 60.000 EUR and has been credited to the Foundation's bank account no. 2028 831 200 held at the GLS Gemeinschaftsbank eG (bank code 430 609 67) on the 8th April 2011. The Capital Stock can be invested in order to obtain revenues, but no investment made shall compromise the Foundation's Purpose.

Foundation's Organs

The Foundation's Executive Board presently consists of the two Founders Mr. Christopher Brandt (Chair) and Mrs. Verena Brandt (Co-Chair). The Executive Board must consist of at least two persons also in future, but may not exceed five persons. In addition, membership of the Board shall be limited to a maximum age of 75 years. The Foundation is legally represented by two Executive Board Members jointly. The Board has a quorum to make decisions if two Executive Board Members are present in a Board Meeting. In case the Executive Board consists of five persons, at least three Members must be present. A Board of Trustees may be appointed (Consultative Board of Trustees). Such Board must be summoned (Mandatory Board of Trustees), if the revenues obtained in any Financial Year exceed 2.000.000 EUR or the Foundation's Capital Stock is larger than 20.000.000 EUR. The Mandatory Board of Trustees must advise and control the Executive Board, especially by agreeing to Annual Financial Statements and Executive Board Decisions.

Legal and economic situation

It also is entitled to elect and dismiss the Members of the Executive Board.

Liquidation

The Executive Board may decide to liquidate the Foundation with a two thirds majority vote. Such Decision must be acknowledged by the Charitable Organization's Surveillance Authority. Any such decision can be vetoed by the Founders.

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**Climate Concept Foundation
Hamburg**

Annual Statement on Income and Expenses for 2011

	EUR	EUR
I. <u>Income</u>		
1. Revenues from Capital Stock investment		
2. Donations	60.119,50	
3. Economic Activity within the Foundation's Purpose	-	
4. Revenues by Exchange of Assets	-	
		60.119,50
II. <u>Expenses</u>		
1. Dedicated to the Charitable Purpose		
a) Acquisition of CO ² -certificates	-	
b) Financial support to other projects / institutions	-	
2. Public Relations / Marketing	6.249,60	
3. Administrative Expenses	31.403,07	
4. Executive Board / Board of Trustees (reimbursements)	-	
5. Expenses for Acquisition of Assets	3.437,91	
6. Expenses on the Exchange of Assets	-	
		-41.090,58
III. <u>Financial Means Available</u>		19.028,92
<u>Financial Means applied</u>		3.437,91
V. <u>Financial Means to be carried forward</u>		22.466,83

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