

## **Voting and Fee Rules**

(in the version dated 19<sup>th</sup> of December 2025)

The General Meeting of the Digital Lending Association adopted the following Voting and Fee Rules on 4<sup>th</sup> of June 2019 in accordance with §4 Section 2 of the Articles of Association and amended and supplemented them by resolutions dated 28<sup>th</sup> of February 2020, 11<sup>th</sup> of February 2021, 19<sup>th</sup> of October 2021, 10<sup>th</sup> of February 2022, 14<sup>th</sup> of March 2024, and 10<sup>th</sup> of February 2025. The new version of the Voting and Fee Rules shall enter into force immediately upon adoption by the General Meeting. The German version shall prevail.

### **§1 Basis, Purpose of Fee**

1. The association levies annual fees in accordance with §4 Section 1 of the association's Articles of Association in the version dated 19<sup>th</sup> of December 2025.
2. Annual fees serve to finance the association's ongoing work. This includes personnel and material costs. The income from fees is intended to ensure the carrying out of the association's tasks.

### **§2 Annual Fee**

1. By 15<sup>th</sup> of February of a financial year at the latest, the members shall decide at the General Meeting by a 2/3 majority on the amount of the fee to be paid by each Ordinary Member and Associate Member for the current financial year ("annual fee").
2. The basis for calculating the annual fee in the case of Ordinary Members Digital Lender is the full-time employee equivalent on the basis of a 40-hour week on 1st of March of the current financial year, which is the same for all members. The members shall notify the Executive Board the amount of the full-time employee equivalent and its calculation in a comprehensible manner and in text form by 15<sup>th</sup> of March of each year at the latest.
3. The scale of votes and annual fee payments for Ordinary Members who are not institutional investors in debt capital (Digital Lender) is as follows:

Fee Level	Full-Time Equivalent	Fee Amount	Voting Rights
1	1 to 50 employees	EUR 6.000	2 votes
2	51 to 100 employees	EUR 8.000	4 votes
3	from 101 employees	EUR 10.000	6 votes

4. Ordinary Members who are investors in debt capital (Ordinary Member Institutional Investor) pay EUR 4.000 per year. Such a member has 1 vote at the General Meeting.

5. An Ordinary Member may voluntarily pay the fee of a higher fee level in order to achieve a higher number of votes. A reduction is excluded.

It is also possible to voluntarily pay an annual fee of more than EUR 10,000. No special benefits are granted in return. The maximum possible number of 6 votes remains the same.

6. Associate Members pay EUR 100 per year in the case of a natural person and EUR 3.000 per year in the case of a legal entity and partnerships with legal capacity.

It is possible to voluntarily pay a higher annual fee. No special benefits are granted in return.

7. If the association is required by law to pay value added tax, this must be paid additionally by the members against proper invoicing.

### **§3 Association Account, Due Date, Default of Payment**

1. Annual fees are to be remitted to the association banking account (Berliner Volksbank, IBAN DE19.1009.0000.2794.4660.01, BIC BEVODEBB).
2. According to §4 Section 3 of the Articles of Association, the annual fee must be paid in full by the 15th of April of each financial year at the latest. The Managing Director shall generally inform the members in text form by the 31st of March of a financial year about the annual fee to be paid.
3. Members who join the association in the course of a financial year shall pay a reduced annual fee in the year of joining on a pro rata basis for full calendar months of membership in the association, calculated from the first of the calendar month in which the new member receives notification of acceptance of its application for membership in text form in accordance with §3 Section 4 of the Articles of Association. Payment of the pro rata annual fee is due no later than 30 days after the date of the request for payment in text form by the Managing Director.
4. Timely notification and payment are a loyal duty of each member of the association. In the event of late or incomplete notification of the full-employee equivalent and its calculation or default in payment, legal entities and partnerships with legal capacity shall pay interest on arrears of 9 percent above the respective basic interest rate (§288 of the German Civil Code) on the annual fee; natural persons shall pay 5 percent. Delayed payment occurs without a

reminder one day after the due date of the notification or the contribution claim. Apart from this, the consequences of a breach of the Voting and Fee Rules are subject to the Association's Articles of Association.

#### **§4 Deferment, Waiver, Write-off**

1. Annual fees may be deferred at the request of a member if payment on the due date would result in a considerable hardship for the member and the fee claim does not appear to be jeopardized by the deferment.
2. In the event of undue hardship, fees may be waived in part or in full at the request of a member. In the interest of equal treatment of all members, a strict application must be exercised with regard to the term undue hardship.
3. Fees may be written off at the request of the Managing Director if their collection is unlikely to be successful or if the costs of collection are disproportionate to the fee debt.
4. The Executive Board shall decide on the applications by way of resolution after submission and review of the evidence required by the Executive Board.

#### **§5 Reserves**

1. A permanent reserve of 30 percent of the respective financial plan shall be established in the association's budget in order to compensate for reduced income or loss of fees, in particular due to economic downturn.
2. Members are not entitled to the repayment of reserves to them.

Berlin on 19<sup>th</sup> of December 2025