EUROPEAN REGIONAL SCIENCE ASSOCIATION
International non-profit association
Voie du Roman Pays 34, 1348 Ottignies-Louvain-la-Neuve
RLE: Enterprise Tribunal of Brabant Wallon
Enterprise number: 0479.442.591
(the « **Association** »)

CROSS-BORDER TRANSFORMATION PROJECT
in accordance with article 14:54 of the Belgian Code on Companies and Associations

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The present project concerns a cross-border transformation proposal of the legal form of the Association (within the meaning of article 14:51 of the Belgian Code on Companies and Associations (the « **BCCA** »)), in accordance with articles 14:51 et seq. of the BCCA, drafted by the board of directors (the « **Board of Directors** ») of the international non-profit association under Belgian law « **European Regional Science Association** », with registered office at Voie du Roman Pays 34, 1348 Ottignies-Louvain-la-Neuve, registered with the Register of Legal Entities of the Enterprise Tribunal of Brabant Wallon, under number 0479.442.591.

This cross-border transformation project was approved by the Board of Directors at its meeting on 3rd April 2025.

I. DESCRIPTION OF THE CROSS-BORDER TRANSFORMATION

The present project concerns the cross-border transformation of the legal form of the Association within the meaning of article 14:51 BCCA, under which it is proposed, subject to the acquisition of the legal personality in Italy, to transform the legal form of the Association into an « *associazione senza scopo di lucro* » under Italian law, without prior dissolution or liquidation, while ensuring the continuity of its legal personality, in accordance with article 14:52 BCCA (the « **Cross-Border Transformation** »).

Consequently, the Cross-Border Transformation will entail, subject to the acquisition of the legal personality in Italy, the cross-border transfer of its registered office, principal place of business, central administration and place of effective management to c/c AISRe, Politecnico di Milano (ABC Department, Piazza Leonardo da Vinci 32, 20133 Milan).

The Cross-Border Transformation will take effect at the earliest of 1 January 2026, or on the date of the acquisition of the legal personality in Italy, whichever occurs later.

It is acknowledged that, pursuant to Italian Law, for the purposes of obtaining the legal personality, the new text of articles of association of the Association shall be filed with the competent public authority *Prefettura di Milano*, which may impose amendments to the text of articles of association for the purposes of granting the legal personality to the Association.

II. INFORMATION BASED ON ARTICLE 14:54 BCCA

The legal form, name and registered office of the Association after the Cross-Border Transformation, as well as the name and residence of the notary before whom the Cross-Border Transformation will be carried out are as follows:

Name:	European Regional Science Association
Abbreviated name:	ERSA
Legal form:	*Associazione senza scopo di lucro*
Registered office:	c/c AISRe, Politecnico di Milano (ABC Department, Piazza Leonardo da Vinci 32, 20133 Milan)
Name and residence of the Belgian notary:	M. Peter Van Merelbeke, notary in Brussels, exercising his functions within the private limited company « Berquin Notaires », with registered office at Avenue Lloyd George 11, 1000 Brussels
Name and residence of the Italian notary:	Ms. Susanna Schneider, notary in Settimo Milanese, exercising her functions within the firm « ZNR Notai », with registered office at Via Metastasio, 5, 20123 Milano.

III. CREDITORS' OPPOSITION

The Board of Directors declares that, at the date hereof, no creditor (private or public) has any claims that are certain but not yet due, nor any claims that are subject to ongoing legal action or arbitration proceedings against the Association. Consequently, no creditor (private or public) is entitled to require a security or any other guarantee from the Association in accordance with article 14:55 of the BCCA.

In light of the above, the Board of Directors considers that no creditor (public or private) is entitled to come forward during the opposition period provided for in article 14:55 of the BCCA.

IV. PUBLIC BENEFITS

The Association has not received, in the five (5) years prior to the publication of the Cross-Border Transformation project in the Belgian Official Gazette, public subsidies, aids or other public benefits.

V. PUBLICITY

The present Cross-Border Transformation project (and, where applicable, together with all related relevant documentation and information, including, but not limited to, the statement of assets and liabilities as at 27 March 2025), shall be, as soon as possible and no later than two (2) months before the general assembly that will decide on the implementation of the Cross-Border Transformation (i) filed with the clerk of the Enterprise Tribunal of Brabant Wallon in view of its publication in the Belgian Official Gazette; (ii) published on the website of the Association; (iii) made available at the registered office of the Association; and (iv) communicated to the Association's members, creditors (if any) and to the sole employee, informing each of them of the right and manner of submitting comments on the Cross-Border Transformation project pursuant to the applicable law.

By the date on which the extraordinary general meeting of the Association, also referred to as the « *European Regional Science Association Council* » in the articles of association, will be held in order to vote on the proposed Cross-Border Transformation, potential observations, comments or remarks received from any member of the Association, any creditor of the Association or the Association's current sole employee will be made available at the Association's registered office.

VI. SPECIAL POWER OF ATTORNEY

The present Cross-Border Transformation project will be filed with the clerk of the competent Enterprise Tribunal in accordance with the legal provisions. In this regard, the Association grants a special power of attorney to M. Luc Wynant, M. Laurent Detaille, M. Inès du Parc Locmaria and M. Marie Laure Kashimba, lawyers, all of whom have their offices at Avenue Louise 221, 1050 Brussels, or any attorney of the law firm Van Olmen & Wynant BV, acting individually and with power of substitution, to carry out all formalities for the filing of this Cross-Border Transformation project, and to perform all necessary and useful acts in view of the foregoing.

This document is an unofficial translation of the Cross-Border Transformation project written in the French language. In the event of a discrepancy between this document and the Cross-Border Transformation project written in the French language, the latter shall prevail.

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Done in Brussels on 3rd April 2025, in four (4) original copies, one (1) of which will be deposited in the file of the Association at the clerk of the Enterprise Tribunal of Brabant Wallon, one (1) original copy will be kept in the company books at its registered office and two (2) original copies are intended for the notary appointed to draw up the deeds relating to the Cross-Border Transformation.

FOR THE EUROPEAN ORGANIZING COMMITEE

[PLEASE SIGN THE FRENCH LANGUAGE VERSION]
Roberta Capello
President

[PLEASE SIGN THE FRENCH LANGUAGE VERSION]
Yannis Psycharis
Vice-President

[PLEASE SIGN THE FRENCH LANGUAGE VERSION]
Artur Ochojski
Treasurer

[PLEASE SIGN THE FRENCH LANGUAGE VERSION]
Rosella Nicolini
Secretary