

Meeting notes EMPHA General Assembly

19 June 2015

Andersia Hotel, Poznan (PL)

Present: See signature list

Chairman Wieger Wiegersma Axxor B.V.

Minutes: Barbara Ginter EMPHA Secretariat

1. Welcome

Chairman Mr. Wieger Wiegersma opened the meeting and welcomed everyone to Poznan, in particular the new members and speaker Jennifer Buhaenko. Maciej Garbarek from Axxor was thanked for hosting the dinner the previous evening.

Mr. Wiegersma mentioned that the order of the agenda has been slightly changed in order to accommodate Mrs. Buhaenko's travel schedule.

2. EMPHA Antitrust Reminder

The secretary general of EMPHA, Ms. Barbara Ginter, then explained the do's and don'ts as summarized in the presentation as well as in the EMPHA anti trust guidelines that were handed out during the meeting.

She stressed the importance of these rules and explained that it was a standard practice for all associations that were managed by Lejeune Association Management to follow this procedure.

Before going into the agenda, the members were reminded that this meeting was organised in compliance with the legal framework as set out in art. 81 of the EC Treaty, which prohibits all agreements between undertakings, decisions by associations of undertakings and concerted practices which may affect trade between member states and which have as their object or effect the prevention, restriction or distortion of competition within the common market. It was stressed that individual company data would, under no circumstances, be made public during the meeting. The purpose of the discussions at this meeting is not to exchange individual company-related information but to identify common activities in support of the objectives of EMPHA.

3. Minutes General Assembly 27 June 2014

The minutes of the last meeting were adopted as a true reflection of the proceedings.

4. Update Technical Committee Panel Makers

Mr. Eric Revet, Chairman of the Panel Makers Committee, updated the members on the progress that has been made by the committee for drafting technical standard for honeycomb panels. The committee has defined three criteria for which technical standards need to be made:

- **Thickness:** Since there is no existing standard on the measurement of thickness of honeycomb panels the committee has to write their own and the standard that has been written for compression of height for honeycomb core can be used as a basis.

Mr. Piero Tonelli has volunteered to write the draft and the final document will be ready after the summer.

- **Compression – both flat and lateral:** The existing standard ISO12048 can be used for this.
- **Bending Stiffness – without load:** The existing standard EN310 can be used for this.

After the draft is finished all members will be asked if they agree and the standards will be published on the website. The next step is to make the market aware that EMPHA members are using these standards. The Marketing Committee will have to include this in their plans (see also point 6).

5. Update Technical Committee Honeycomb Core

Mr. Wiegersma informed the members that he is in contact with IKEA and they are willing to discuss aligning the IKEA standard with the EMPHA technical standards for honeycomb core. The discussions will start in September and Mr. Wiegersma is looking for volunteers to help with this project. Both AB Klaipėdos Kartonas and Tonelli S.p.A. volunteered to take part in this committee.

6. Update Marketing Committee

Mr. Gianluca Bissaro gave an update on what has been done by the Marketing Committee after they were founded last year. The first thing they did is to look at the website and they came to the conclusion that there were no examples of honeycomb applications mentioned on the website. These have now been added and all members are requested to send photos of honeycomb usage to the Secretariat so they can be added to the website.

The Marketing Committee also tried to get in touch with associations from other industries such as the furniture and the automotive industry to see if they want to be linked to EMPHA but so far no positive replies have been received. This is mainly due to the fact that it is not clear what EMPHA can offer these organisations.

For the future of EMPHA it is vital that both the association and the industry need to be promoted more. Several ideas how to promote EMPHA were generated during the meeting but in order to answer the question 'Where do you want to see EMPHA in the next 5 years?' a marketing plan will have to be drafted in the next 6 months. This means that the Marketing Committee will have to come together in face-to-face meetings a few times a year and not just have teleconferences. The actions of the Marketing Committee will have to result in an increase of the market volume for honeycomb. Some of the actions should be:

- Promote the technical standards
- Promote the environmental story of honeycomb and provide data to support it

- Contact other associations linked to the honeycomb industry
- Organise seminars during relevant industry exhibitions

The following companies volunteered to join the existing Marketing Committee:

- AB Klaipėdos Kartonas
- Forlit
- Yamaton

Axxor, Dufaylite, Smurfit Kappa Hexacomb and Tonelli were already member of the Marketing Committee.

Together with the EMPHA Secretariat Mr. Bissaro will try to find a date in September for a full day meeting somewhere central in Europe. Before this meeting a teleconference will be scheduled to draft a list of topics to be discussed during this meeting.

7. Report Audit Committee on financial outcome 2014

Mr. Revet as member of the audit committee reported on behalf of himself and Mr. Martini (who could not attend the meeting). The financial outcome of 2014 had been checked by them and was approved. The audit committee proposed to the members to discharge the EMPHA board for the financial outcome of 2014. This proposal was accepted by the members.

Mr. Peleg would like to know what kind of services Lejeune Association Management provides to EMPHA so a list will be published on the members only part of the EMPHA website.

Mr. Peleg proposed to open the association to customers in order to create another source of income, this would mean changing the by-laws since currently only honeycomb manufacturers and suppliers to the industry are allowed to join. It could be interesting to allow customers to join but first it needs to be clear from the marketing plan what the association would have to offer them.

8. Financial update 2015

Mr. Wiegersma showed an update of the 2015 figures up to June of this year. Compared to the budget 2015 more income is anticipated (€ 49.938 actual instead of € 34.975 budgeted). This is mainly due to the fact that 3 new members joined which means that there are now 13 regular members + 1 associated member. The expenses are in line with the budget but not all costs have been invoiced yet.

Mr. Wiegersma went on to explain that after the meeting in June 2014 in Bologna the 2 new panel makers that joined EMPHA were invoiced for only € 750 instead of € 1.637,50 (50% of annual membership fee). The entrance fee of € 2.500 has also been invoiced for 50% which means that the new members in 2014 only paid € 2.000 (€ 750 + € 1.250) instead of € 4.137,50 (€ 1.637,50 + € 2.500).

Somehow the idea originated at the EMPHA Secretariat that panel makers would pay an annual membership fee of € 1.500 and regular members pay an annual fee of € 3.275. This is not the case, all regular members pay an annual membership fee of € 3.275 except the associated members, they pay € 1.500 per year.

In order to correct this mistake and to lower the threshold for new members to join the association the EMPHA Executive Committee proposed to the members that:

- New members pay € 2.000 in the first year in which they join (this amount remains the same whether they join in January or in December)
- The second year the normal fee of € 3.275 will be paid.

The members present voted against this proposal with the main argument that EMPHA needs funds to finance the activities of the Marketing Committee. The same argument applies to not skipping the entrance fee and having an entrance fee will also mean that only companies who have given the membership serious thought will join. The members are not convinced that lowering the fee for new members and skipping the entrance fee will give EMPHA more members.

The outcome of the vote means that the 2 companies that were wrongly invoiced in 2014 will receive an invoice for an additional amount of € 2.137,50 and the new members who joined in 2015 will pay the normal membership fee of € 3.275 + an entrance fee of € 2.500. In case companies have troubles paying this amount all at once payment in instalments will be allowed.

9. Budget 2016

The budget for 2016 was based on 13 regular members + 1 associated member + 2 new regular members. The expenses in the budget were again based on the outcome of previous years.

The Executive Committee proposed to the members to lower the membership fee for 2016 to € 3.000. With the current number of members and a lower annual fee a reserve will still be accumulated for activities for the marketing committee.

The members present voted positive for lowering the membership fee in 2016 and the budget was approved (see attached).

10. Next EMPHA Meeting

The next EMPHA General Assembly was scheduled for 16 - 17 June 2016 and will be hosted by Smurfit Kappa Hexacomb in The Netherlands.

11. AOB

Mr. Revet asked what happened to the industry statistics since he hadn't received anything in a while. Ms. Ginter answered that she was informed when taking over from Mr. Zevenbergen that it was very difficult to receive the figures from the members so therefore regular updates could not be made.

Note after meeting: Ms. Ginter checked with the Secretariat what happened to the industry statistics and it was indeed the case that only 3 companies sent in the requested information. Based on this a valid report cannot be drafted so Ms. Ginter will discuss with the Executive Committee how to handle this topic for the future.

12.Closing

The Chairman thanked all those present for their attendance and contribution and closed the meeting.

BG, June 2015

Disclaimer

EMPHA operates within the regulatory framework of competition law as set out by the European Union and national legal systems and respects all rules thereof. EMPHA actively raises awareness about competition law among its members and encourages its members to comply with these rules. The purpose of the discussions within EMPHA is to identify general trends and market developments without identifying individual company data. EMPHA does not accept responsibility or liability for any type of restrictive agreements concluded by its individual members during EMPHA meetings or within the context of EMPHA events, in spite of the aforementioned precautionary measures.



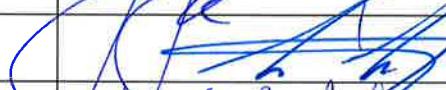
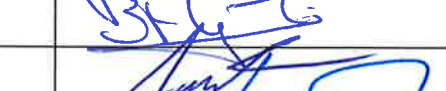


EMPHA General Assembly

19 June 2015
Hotel Andersia, Poznan, Poland
09.00 hrs CET

SIGNATURE LIST

EMPHA Antitrust Guidelines

The EMPHA Antitrust Guidelines have been prepared by EMPHA's legal attorneys. The proceedings of the whole meeting will be in accordance with these guidelines. A statement summarizing these Guidelines was handed out. The Guidelines are designed to ensure EMPHA meetings' compliance with the legal framework as set out in article 101 of the Treaty on the Functioning of the European Union ("TFEU"), which prohibits all agreements between undertakings, decisions by associations of undertakings and concerted practices which may affect trade between members states and which have as their object of effect the prevention, restriction or distortion of competition within the common market. It was stressed that individual company data other than those publicly available will, under no circumstances, be made public during the meeting. The purpose of the discussions would not be to identify market related information regarding a particular company but to identify general trends and market developments to the benefit of all those concerned.

Company	Delegate	Signature
AB Klaipėdos Kartonas	Vidas Berzonskis	
AB Klaipėdos Kartonas	Gitana Sersniovienė	
Axxor B.V.	Wieger Wiegiersma	
Axxor B.V.	Maciej Garbarek	
Bestem Sp. Z.o.o.	Rafał Krajewski	
Bestem Sp. Z.o.o.	Marek Hamrol	
Bestem Sp. Z.o.o.	Dagmara S'Mierzchalska	
Bestem Sp. Z.o.o.	Tomasz Boruszak	
EMPHA	Barbara Ginter	
FORLIT, a.s.	Martin Jurascik	
FORLIT, a.s.	Ivo Moznar	
Honeycomb Cellpack A/S	Thomas Bladt	

