



Drive for
performance

MEMORANDUM OF ASSOCIATION

**Memorandum of Association of
EVERGENT Investments S.A.**

Art. 1. Company name, legal form, registered office and duration

- (1)** The name of the company is EVERGENT Investments S.A.
- (2)** Legal form: the Company is setup as a Romanian private-law legal entity, organized as a joint-stock company, classified according to applicable regulations as Alternative Investment Funds such as investment companies – F.I.A.S., Retail Investors Alternative Investment Fund – R.I.A.I.F, with a diversified investment policy, closed, self-managed. The Company is authorized by the Financial Supervision Authority as Alternative Investment Funds Manager –A.I.F.M.
- (3)** The Company operates in accordance with (a) special law on alternative investment funds, such as investment companies and those regarding alternative investments funds; (b) law on companies allowed for trading on a regulated market; (c) legal provisions regarding companies with legal personality; (d) legal provisions of the present Memorandum of Association and internal regulations.
- (4)** The company's headquarters and head office which is also the main office for the conduct of activity is located in Romania, Bacau municipality, Pictor Aman Street, no. 94 C, Bacau district.
- (5)** The company may open or close subsidiaries, local offices, agencies, operational centers and other secondary offices in Romania or abroad, under the Board of Directors' decision, in compliance with the legal regulations and directives.
- (6)** The Company's duration is 100 years. The shareholders have the right to extend the duration of the Company before its expiry, through the decision of the Extraordinary General Meeting of Shareholders.

The company cannot comply with the redemption requests made by shareholders for the shares they hold, before the start of the liquidation phase of the fund, directly or indirectly, from A.I.F. assets, according to the regulations applicable to alternative closed-end investment funds..

Art. 2. Company business scope, field and object of activity

- (1)** The Company's business scope is the management of its assets.
- (2)** The main field of activity of the Company is financial investment.

The company's main field of activity is: 6499 – Other financial service activities n.e.c.

Company's secondary activities, in accordance to NACE: 6430 – Mutual funds and other similar financial entities.

(3) The Company's object of activity is:

- a) portfolio management;
- b) risk management;
- c) other auxiliary and connected collective management activities allowed by the legislation in force.

Art. 3. Share Capital. Shares

- (1)** The share capital is 98.947.917,60 lei and is divided in 989.479.176 shares.
- (2)** Capital increase or decrease shall be done in accordance with legal provisions and regulations of the Financial Supervision Authority.
- (3)** The shares issued by the company are nominative, ordinary, of par value, issued in non-material form, shown by account registration and they give their holders equal rights.
- (4)** The Company will be able to issue other classes of shares, based on the resolution of the General Meeting of Shareholders.
- (5)** The nominal value of a share is 0,1 lei.
- (6)** The shares are indivisible, and the company recognizes a single representative for exercising the rights that result from a share.
- (7)** The identification data of the shareholders who are to benefit from dividends or other rights and to whom the effects of the general meeting of shareholders' resolutions apply, shall be set by it, in compliance with the legal regulations and directives.
- (8)** The shares are approved for trading on at least a regulated market in Romania.
- (9)** The shares may be traded on another regulated market as well, and/or in a trading system of the member states or non-member states of the European Union.

Art. 4. Shareholders

- (1)** Any person who lawfully acquires shares issued by the company may become a shareholder.
- (2)** The shareholder quality is certified by the bank statement issued by the entity which keeps a record of the shareholders.
- (3)** The individuals on whose account the ownership right over some shares issued by the Company is registered, are presumed to be their owners.

Art. 5. Share buybacks

(1) The buyback of issued shares may be done subject to the legal provisions, including those of the European Union law directly applicable and of the competent authority, through resolution of the General Meeting of Shareholders and with the approval of the Financial Supervision Authority.

(2) The boughtback shares may be used for the purpose of lowering the share capital, stabilizing the own share price on the capital market or to remunerate the directors, managers and employees of the Company, in agreement with legal regulations in force, remuneration policies and practices and the provisions of the Memorandum of Association. The payment of shares received during the buyback of own shares programs for the purpose of lowering the share capital, is made exclusively from own sources.

Art. 5¹. Capital buyback

(1) The Company makes capital buyback proportional to the shares from the shareholders' contributions for the purpose of lowering the Fund's share capital, only once during a financial year, with the approval of the Extraordinary General Meeting of Shareholders.

(2) Exceptionally, the Company may make additional capital returns, proportional to the shares from the shareholders' contributions, for the purpose of lowering the share capital of the Fund, abiding by the following cumulative requirements:

a) the return of capital is approved by the Company's E.G.M.S. conducted in accordance to legal provisions in force;

b) the return of capital to the shareholders is made exclusively from the Company's own sources;

c) the Company has registered profit in the latest 3 previous financial years, in accordance with the annual financial statements of the Fund, audited according to the law.

Art. 6. General Meeting of Shareholders

(1) The general meeting of shareholders is the supreme deliberation and decision-making body of the company and operates in accordance with the legal provisions in force and the Memorandum of Association.

(2) The General Meetings are ordinary or extraordinary.

(3) The ordinary general meeting takes place at least once a year, in the term established by the legal regulations and directives.

(4) The general meetings shall be convened whenever needed.

(5) Apart from the debate of other items on the agenda, the ordinary general meeting is

bound to:

a) discuss, approve or amend the annual financial statements, based on the reports presented by the board of directors and the financial auditor, and to set the dividend;

b) elect and dismiss the members of the Board of Directors.

c) appoint or dismiss the financial auditor and to set the minimum duration of the financial auditor contract;

d) rule over the management of the Board of Directors;

e) set the income and expense budget and, as appropriate, the activity program for the following tax year;

(6) The extraordinary general meeting takes place whenever necessary in order to make a decision on:

a) changing the legal form of the company and/or changing the management form through the appointing of an external alternative investment fund manager, according to the law;

b) changing the registered office of the Company;

c) changing the Company's object of activity;

d) increasing the share capital;

e) lowering the Company's share capital or its completion by means of new shares issue;

f) consolidation or splitting the nominal value of the share;

g) merging or division of the Company;

h) early dissolution of the Company;

i) converting shares from one category to another;

j) converting a category of bonds to another category or to shares;

k) bonds issue;

l) approving for trading shares issued by the Company on a regulated market or trading these in an alternative trading system of member states or non-member states of the European Union;

m) any other amendment of the memorandum of association or any other resolution for which the approval of the Extraordinary General Meeting is required.

(7) The convening and conduct of the general meetings shall be subject to the legal regulations and directives.

(8) The general meeting is convened based on the resolution of the Board of Directors, in compliance with the legal regulations and directives and the present Memorandum of Association.

(9) The convocation of the general meeting, legally requested by a competent authority or the company shareholders, shall be made under the terms and conditions stipulated in the legal regulations and directives.

(10) The Company shall provide the shareholders with the documents and information addressing the items on the agenda, on its own website and at its registered office, in compliance with the legal regulations and directives.

(11) The right to participate in the general meeting of shareholders is entitled to the shareholders registered in the shareholders' registry on the reference date.

(12) The participation of shareholders to the General Meeting of Shareholders shall be in accordance with legal provisions and the organization and conducting procedures for the general meetings approved and published by the Board of Directors.

(13) The participation of legal entity shareholders is done through the legal representative, based on the list of shareholders from the reference date received from the entity that keeps records of shareholders.

In the event that the data regarding the quality of the legal representative have not been updated with the entity that keeps a record of the shareholders, by the legal person shareholder corresponding to the reference date, the proof of the legal representative shall be based on an acknowledgement certificate issued by the Trade Registry, in a copy pursuant to the original, or any other document issued by a competent authority in the state that the shareholder is legally registered and which certifies the quality of the legal representative.

The documents that certify the legal representative quality that are drafted in a foreign language other than English shall be accompanied by a translation made by a sworn translator for the Romanian or English language. The Company may also accept proof of the legal representative quality submitted by the company shareholder based on the documents considered relevant by the company, submitted by the company shareholder, issued by the Trade Registry or another similar authority from the state the shareholder is registered in; the documents should still be valid, in case the shareholder has not provided the central depository/participant proper information regarding its legal representative.

(14) The representation of individual or company shareholders through other individuals (shareholders, or not) shall be done solely by means of a proxy, in compliance with the legal directives and the approved procedures published by the Board of Directors.

(15) Submission of proxies or votes by correspondence shall be done so that these shall be registered with the Company at least 48 hours before the meeting, under the sanction of losing the voting right, pursuant to the regulations, legal directives and procedure for the organization and conducting of the general meetings, approved and published in accordance with the provisions of the Memorandum of Association herein.

(16) Each share grants a voting right.

(17) Exercising the voting right shall be done in compliance with the legal regulations and directives and the provisions of the Memorandum of Association herein.

(18) The attendance of the shareholders who hold at least a quarter of the total number of voting rights is necessary for the validation of the ordinary general meetings' resolution. In the event that the ordinary general meeting is unable to conduct its activity due to the conditions stipulated in the previous paragraph not being met, the meeting that shall be convened on the second call may debate the items on the agenda of the first meeting, irrespective of the quorum, adopting resolutions with the majority of the cast votes.

(19) In view of validating the extraordinary general meeting debates, on the first call it is necessary the attendance of the shareholders holding at least a quarter of the total number of voting rights, and for the next calls, the shareholders' attendance representing at least a fifth of the total number of voting rights. Resolutions are adopted only with the majority of the votes held by the shareholders attending or being represented at the meeting. The resolution to amend the company's main objective of activity, to decrease or increase the authorized capital, to change the legal form, to merge, to divide or to dissolve the company is adopted with a majority of at least two thirds of the voting rights held by the shareholders attending or being represented at the meeting.

(20) The resolutions of the general meeting are adopted by open vote, with the exceptions stipulated by the legal regulations and directives or by the memorandum of association herein. The secret vote is mandatory for electing, discharging or dismissing the financial auditors and for adopting resolutions on the liability of the members of the company's management, government and control bodies.

(21) The shareholders that have the quality of members in the Board of Directors may not vote, based on the shares that they hold, neither in person nor through a proxy, on their management discharge or an issue where they themselves or their management would be involved. However, they may vote the annual financial statement in the event that the majority pursuant to the law or to the memorandum of association cannot be reached.

(22) The shareholder who in a given aspect has, either in person or as a proxy, an interest contrary to the one of the company, shall abstain from debating that particular

aspect. The shareholder who violates this directive is liable for damages against the company, in the event that, without their vote, the required majority could not have been reached.

(23) The resolutions taken by the general meeting, under the legislation and the Company's memorandum of association, shall be mandatory even for the shareholders who have not attended the meeting or have voted against.

(24) The general meeting of shareholders shall be chaired by the president of the Board of Directors and, in his/her absence, by the vice-president.

(25) The general meeting shall elect from among the attending shareholders 1 up to 3 secretaries, who shall check the attendance list of shareholders, indicating the authorized capital which everyone represents, the minutes drawn up by the technical secretariat for acknowledging the number of shares submitted and meeting all the requirements of the legislation and the memorandum of association with a view to holding the general meeting. The secretariat drafts the minutes of the general meeting that will be entered in a register signed by the president of the general meeting and the secretariat.

Art. 7. Board of Directors

(1) The company is self-managed under a unitary system.

(2) The management form of the company shall be decided by the general meeting pursuant to the incidental legal norms.

(3) The company is managed by a board of directors consisting of 5 members, natural individuals, elected or appointed by the Ordinary general meeting for a 4 years' term, with the possibility to be reelected. The invalidation of one or more members of the board of directors by the competent authority leads to the loss of the quality of director for the ones concerned. During the transition period between the expiry date of the former directors' mandate and the validation date of the new directors by the competent authority, the management of the company is assured by the former directors.

(4) In the event that there is a vacant seat in the Board of Directors, the first ordinary general meeting shall appoint a new director. The duration for which this one is elected shall be equal to the time remaining until the expiry of their predecessor's mandate.

(5) In the event that one or several director seats are vacant, abiding by the legal requirement on the minimum number of directors, the Board of Directors shall proceed to appoint provisory directors until the convening of the Ordinary General Meeting of Shareholders.

(6) In the event that the vacancy mentioned above leads to the decrease of the number

of directors below the legal limit, the remaining directors immediately convene the ordinary general meeting of shareholders, in order to complete the number of members of the board of directors.

(7) The Board of Directors elects a president and a vice-president from among its members. The president of the Board of Directors may hold the position of general manager of the company, and the vice-president may hold the position of the deputy general manager.

(8) The members of the Board of Directors shall cumulatively meet the minimum requirements of integrity, qualification and professional experience pursuant to the legal regulations and directives.

(9) In exercising the mandate, the members of the Board of Directors have the possibility to be elected for administering and managing the companies in the portfolio, applying the internal policy of avoiding conflicts of interest.

(10) The members of the Board of Directors are entitled to have their expenses incurred by exercising their mandate reimbursed.

(11) The annual general limits of remunerations and bonuses for all the directors, including the supplementary remunerations of the directors in charge of specific duties, as well as of the directors, amount to 0.6% of the average total asset value of the previous year, calculated and reported in compliance with the legal provisions. Included in the general limits, the monthly remuneration for all the members of the Board of Directors is at the level of 0.015% of the average total asset value of the previous year, equally divided. The directors and managers participate in the benefit plan, inclusively paid by share allocation or option allocation to acquire company shares, amounting to 5% of the realized net profit and net revenue from transactions reflected in reported result. The actual level of this participation is established by the board of directors, after the approval of the annual financial statements in the General Meeting of Shareholders.

(12) Each director shall deliberately accept their mandate. By accepting this quality, each director is liable for the duties pursuant to the legal regulations and directives, as well as to those in the management contract. The company shall sign an insurance policy for the professional and health risks, related to the exercise of the directors and managers' mandate, at least at the minimum limits pursuant to the applicable legal framework.

(13) The Board of Directors shall meet at least once every 3 months, at the president's call or the vice-president's call, when the president is absent with a valid reason.

(14) The Board of Directors is also convened upon the motivated request of at least 2 of its members or of the general manager.

(15) The president chairs the meetings. In the event of the president's absence, activities

are conducted by the vice-president.

(16) The members of the Board of Directors may be represented at the board's meetings solely by other members. An attending member may represent only one absent member.

The participation in the Board of Directors' reunions may take place by means of long distance communication: teleconference, videoconference, internet or intranet conference, etc. In exceptional cases, justified by the urgency of the situation and the Company's interest, the resolutions of the board of directors may be adopted by the members' unanimously expressed vote in writing (fax, email), in the absence of a board meeting. In no event shall this procedure be applied in the case of the Board of Directors' resolutions on the annual financial statements or the authorized capital.

(17) The board of directors' resolutions shall be valid in case more than half of the number of members has attended the meeting, and resolutions are adopted with the vote of the majority of the attending members. The president of the Board of Directors shall have the decisive vote in the event of vote parity. The president of the Board of Directors who is the general manager of the company at the same time may not have a decisive vote.

(18) The Board of Directors is in charge of completing all the necessary and useful documentation for achieving the company's object of activity, with the exception of those reserved by the legislation for the General Meeting of Shareholders.

(19) The Board of Directors has the following duties:

- a)** setting the Company's main activity and development goals;
- b)** setting the accounting policies and the financial supervisory system, as well as approving the financial planning;
- c)** appointing and dismissing managers and setting their rights and duties;
- d)** supervising the managers' activity;
- e)** preparing the annual report, organizing the general meeting of shareholders and implementing its resolutions;
- f)** submitting the request for opening the company insolvency procedure;
- g)** completely meeting all the duties set for the board of directors by the general meeting of shareholders;
- h)** opening/closing local offices and other secondary offices, without legal personality or changing their office.
- i)** setting and approving the voting procedures for the general meeting of shareholders;
- i¹)** adopting the proper measures regarding the setting and application of corporate

governance principles, concerning – without limitation -the following:

1. setting the relevant criteria for the monitoring of the results of executive management/ higher management and the company as a whole, as well as the annual evaluation of how these criteria are applied;
 2. analysis of the adequacy, efficiency and update of the risk management system for the efficient management of assets held, as well as of the way in which the risks the company is exposed to are managed;
 3. insurance of the abidance by the requirements concerning the outsourcing/assignment of certain operational activities or positions, both before these are made, and over the entire outsourcing/assignment period;
 4. analysis and setting the remuneration policy so that it corresponds to the business strategy, long-term objectives and interests of the company and includes measures for the prevention and occurrence of conflicts of interest;
 5. insuring the development and application of ethical and professional standards to insure a professional and responsible conduct on the level of the company so as to prevent the occurrence of conflicts of interest;
 6. approval of the risk appetite and tolerance limits of the company as well as of the procedure for the identification, evaluation, monitoring, management and reporting of significant risks to which the company is or could be exposed to;
 7. drafting the plans to insure the continuity of the activity and for emergency situations and their quarterly evaluation.
- j)** deciding to setup other companies or legal entities, including the participation to the share capital of other companies, under the conditions foreseen by legal regulations;
- k)** pledging, renting, constituting tradable real guaranties and mortgaging the company's goods;
- l)** signing contracts with the depositary, the auditor and the entity that keeps a record of the shareholders;
- m)** assignment of the right to represent the Company to other directors, setting the limitations of the mandate;
- n)** approving the Company's internal regulations, the internal code and the activity procedures;
- o)** negotiating the collective labor contract;
- p)** solving any other issues set by the general meeting of shareholders or by the legal regulations and directives.

The competencies listed under letters a) to k) are primary competencies that shall not be delegated.

(20) The Board of Directors delegates the management of the Company to the CEO and

deputy CEO.

The Board of Directors may delegate part of its duties to a Management Committee, consisting of directors, who may also be managers of the Company. The Management Committee ensures the supervision of the company activity between the Board of Directors' meetings under the limits of the delegated competences. The setting up and dissolving the management committee shall be approved with the majority of directors' vote.

The Board of Directors may appoint other managers, who are not directors, who may work independently in accordance with the specific duties set by the Board of Directors or they can join a directing committee. Nominations, remuneration and competency delegations are set by the Board of Directors' decision.

The directors and managers have the competence to engage and represent the Company within the limitations of the applicable legal framework and delegated by the Board of Directors and/or those set based on the resolutions of the General Meeting of Shareholders.

The company's directors and managers sign with the company, administration and/or management contracts, drawn up under the applicable legal framework. The contents of these contracts signed with the company shall be declared and/or made public in the event that the regulations applicable require it.

(21) The resolutions of the Management Committee are made with the majority of their members' votes.

(22) In the management committee the vote shall not be given through a representative.

(23) In the interval between the Board of Directors' meetings, the management committee conducts its activity under the set competencies' limit; it shall present the adopted decisions and the status of the pending operations in the Board of Directors' meetings.

(24) The Board of Directors may set up consulting committees consisting of at least two members of the Board, in charge of conducting investigations and of preparing recommendations for the board, under the applicable legal framework, in fields such as audit, remuneration of directors and staff or appointing of candidates for various management positions. The Committees shall regularly submit the Board reports on their activity.

(25) The representation of the Company before third parties and in Court shall be done by the CEO or deputy CEO.

Art. 8. Financial Audit

- (1) The Company's financial statements shall be audited by the financial auditors, under the legal regulations and directives.
- (2) The financial audit shall be the object of a contract approved by the Board of Directors.

Art. 9. Financial Statements

- (1) The fiscal year of the company starts on 1st January and ends on 31st of December of the same year.
- (2) The annual financial statements, the annual report of the board of directors as well as the proposal regarding the dividend distribution shall be at the disposal of the shareholders at the Company's registered office, starting on the convening date of the General Meeting.
- (3) The advertising formalities for the annual financial statements shall be completed in accordance with legal regulations and directives.
- (4) The net profit shall be assigned based on the approval of the Ordinary General Meeting of Shareholders, as follows:
 - a) the dividends that the company's shareholders are entitled to;
 - b) reserves stipulated by the law;
 - c) other destinations set by the general meeting of shareholders.

Art. 10. Company Personnel

- (1) The Company's organization shall be approved by the Board of Directors. The organizational chart and wage limits are approved by the Board of Directors.
- (2) The personnel of the company shall be employed by the general manager.

Art. 11. Borrowings

The Company may temporary borrow funds subject to the legislation and regulations in force.

Art. 12. Transparency

- (1) The company shall comply with the transparency and reporting requirements and duties stipulated in the regulations issued by the competent authority, as well as the ones applicable to the capital market where securities are being traded.
- (2) The Company assures an equal treatment for all the shareholders that hold shares of the same class.

Art. 13. *Company Investments. Prudential Rules Regarding the Investment policy*

(1) The Company may only make investments, pursuant to the legal regulations and directives, including by setting up companies or other legal persons and/ or by participating in the authorized capital of other companies.

(2) The investment policy is approved by the General Meeting of Shareholders and complies with the prudential rules imposed by the legal regulations and directives. The investment policy is set in accordance with legal provisions applicable to alternative investment funds destined for retail investors, with diversified investment policies. The Fund Rules details the investment policy and includes the types of investments allowed by legal provisions.

Art. 14. *Remuneration Policies and Practices*

(1) Remuneration policies and practices are compliant with legal regulations and directives applicable to A.I.F.M and abide by the following basic principles:

(a) The remuneration policy is aligned with the Company's strategy and is compatible with the investment policy, risk policy, long-term values and objectives of the Company.

(b) The remuneration of the Company's directors, administrator and employees is comprised of a fixed and a variable component.

(c) there is an appropriate balance between the fixed and the variable component of total remuneration, with the fixed component having a sufficiently large percentage of total remuneration to allow for a flexible policy on variable components of remuneration. The benefits plan for administrators, directors and employees is also granted in shares or options to acquire shares of the company. At least 50% of the variable remuneration will consist of shares or options to acquire shares within the Stock Option Plan type programs, in compliance with the legal regulations in force.

(d) variable remuneration is granted according to the achievement of the collective and individual performance targets, Company's implementation of projects and prudential management of operational risks.

(2) The fixed and variable component of the directors and administrators' remuneration is set in Art. 7 line (11) of the Memorandum of Association. The directors and administrators of the Company have the right to participate to the benefits plan as participation to the Company's profit in cash and/or in shares. The performance indicators and criteria for the granting of variable remuneration are presented in the Administration and Management Contracts.

(3) The Company's employees may benefit from the right to participate to the benefits plan, in the form of profit share, according to the performance criteria and indicators set in the Collective Employment Contract and internal regulations.

Art. 15. Incompatibilities

The incompatibilities stated in the legal regulations and directives are applicable to the members of the Board of Directors and to the managers of the company..

Art. 16. Net Asset

The calculation of the net asset shall be made subject to the legal regulations and directives, on a monthly basis, for the last calendar day of the month, as well as in case of capital increase or decrease.

The rules and procedures for valuation of assets are developed in compliance with the principles set out in the national and European legislation in force and are presented in detail in the A.I.F. Rules

Art. 17. Depository

(1) The company shall sign a depository contract with an authorized legal person Depository, supervised by the competent authority, which performs the operations of AIF securities depository, as well as any other operations related to these.

(2) The activities that the Depository shall perform and the conditions for the replacement of the Depository, as well as the rules for assuring the shareholders' protection in such circumstances, shall be stipulated in the depository contract and shall be done pursuant to the legal provisions of the memorandum of association and of the applicable regulations in force

Art. 18. Dissolution and Liquidation of the Company

(1) The dissolution of the company shall take place in those specific cases pursuant to the law. In the event of dissolution, the company shall be liquidated.

(2) In the event that the regulation and supervision authority decides the liquidation, it shall be made according to the procedures set by legal regulations and directives applicable to companies and regulations of the Financial Supervision Authority applicable to alternative investment funds such as investment companies, closed-end, destined for retail investors.

(3) The liquidator, in the administrative liquidation procedure, shall be appointed by the regulating and supervising body, subject to the specific regulations and legal directives.

Art. 19 – Final Provisions

(1) The Memorandum of Association herein shall be completed with the special provisions and regulations issued by the regulator, with the special legal directives as well as with the legal provisions issued on companies.

Whenever the term “regulations” is used in the Memorandum of Association hereof, reference is considered to be made to the regulations specific to the Company, issued by the regulating authority.

Whenever the term “legal regulations and directives” is used in the content of the memorandum of association hereof, reference is considered to be made to all the regulations issued by the regulating authority as well as to the special and general legal directives regarding the organization and operation of the company.

(2) Any other normative documents issued hereafter which remove or restrict the limitations specifically stipulated at present for alternative investment funds such as investment companies and the managers of alternative investment funds shall amend, pursuant to the law, the clauses in the Memorandum of Association hereof.

The present Memorandum of Association (according to the authorization of Financial Supervision Authority no. 21/01.03.2021) represents the updated form pursuant to Resolution no. 3 of the Extraordinary General Meeting of Shareholders on 30th October 2020 and the Addendum to the Memorandum of Association no. 2987/20201.

Drafted and edited today, 02.06.2021 under no. 2989, in two original counterparts.

Claudiu DOROȘ
CEO