

INTERNATIONAL FERTILIZER ASSOCIATION LIMITED

Private Company Limited by Guarantee not having a Share Capital

BYELAWS

Revised by the Board of Directors on November 19, 2024

TABLE OF CONTENTS

1	ADOPTION OF BYELAWS	4
	Adoption	4
	Term	4
2	INTERPRETATION	4
3	MEMBERSHIP	4
	Application Form	4
	Supporting Information	4
	Review by Board of Directors	5
	Obligation to Provide Information	5
	Membership Categories	5
	Register of Members	5
	Provision of Information	6
4	MEMBERSHIP FEES	6
	Basis of Membership Fees	6
	Ordinary Members	7
	Associate Members	7
	Affiliate Members	7
	Correspondent Members	7
	Tonnage and sales turnover declarations	7
5	PROCEEDINGS AT GENERAL MEETINGS	8
	Proxy Form	8
6	CHAIR	8
7	VICE CHAIR	8
8	BOARD OF DIRECTORS	8
	Eligibility	8
	Composition, Term of Office and Eligibility	9
9	PROCEEDINGS OF BOARD OF DIRECTORS	10
	Meetings	10
	Quorum	10
	Chair	10
	Attendance	11
10	DIRECTOR GENERAL/CEO	11
	Appointment	11
	Role	11
	Other Management Roles	11

11	EXECUTIVE COMMITTEE	11
	Progression through Posts	11
	Eligibility	11
	Proceedings	12
	Meetings	12
	Regular Communications	12
12	FINANCE COMMITTEE	12
	Eligibility	12
	Appointment	12
	Proceedings	12
	Role	12
	Term of Office	13
13	THEMATIC COMMITTEES	13
	Sustainability Committee	13
	Market Intelligence Committee	13
	Public Affairs Committee	13
14	MEMBERSHIP OF THEMATIC COMMITTEES	14
	Appointment	14
	Chair and Vice Chair	14
	Term of Office of Chair and Vice Chair	14
15	OPERATING STRUCTURE OF THEMATIC COMMITTEES	14
	Operating Structure	14
	Sub-Committees	14
	Working Group	14
	Task Force	14
16	MEETINGS OF THEMATIC COMMITTEES	15
	Proceedings	15
	Notice of Meetings	15
	Meetings	15
	Voting	15
	Open Attendance at Meetings	15
	Proxies	15
	Quorum	15
17	STRATEGIC ADVISORY TEAMS	16
	Composition	16
	Eligibility	16
	Appointment	16
	Role	16

	Powers	17
	Term of Office	17
	Voting	17
18	IFA AMBASSADORS	17
	Eligibility	17
	Appointment of IFA Ambassadors	17
	Number of IFA Ambassadors	17
	Role	18
	Term of Office	18
	Meetings	18
	Voting	18
19	EXECUTION OF DOCUMENTS	18
20	ANNEX 1	20
21	ANNEX 2	35

BYELAWS OF THE

INTERNATIONAL FERTILIZER ASSOCIATION LIMITED

(THE "ASSOCIATION")

1 ADOPTION OF BYELAWS

Adoption

1.1 These Byelaws are adopted, in accordance with Article 20 of the Articles of Association (the "Articles") of the Association, to complement those Articles by providing detailed rules and procedures relating to the internal administration of the Association, and which may be amended from time to time by the Board of Directors, in accordance with Article 14 and 20.

Term

1.2 Subject to the powers of the Board of Directors to amend the provisions of these Byelaws, they will remain in force (as amended from time to time as set out above) until they are expressly cancelled, replaced or revised by decision of the General Meeting of the Members of the Association.

2 INTERPRETATION

2.1 Any words or expressions defined in the Articles shall have the same meaning in these Byelaws.

COMPOSITION OF THE ASSOCIATION

3 MEMBERSHIP

Application Form

3.1 Every person applying for membership, in whatever category, will be required to send to the Secretariat, for the attention of the Board of Directors, a completed application form as shown in Annex 1 of these Byelaws.

Supporting Information

3.2 The Board of Directors has the right to require the applicant, and/or the applicant's representatives, to provide any documents and information which, in the reasonable opinion of the Board of Directors, are necessary to demonstrate that the applicant meets the relevant eligibility criteria attaching to the category of membership for which the application has been made. The Board of Directors will not be obliged to consider

any application until it has received all such documents and information that it has requested.

Review by Board of Directors

3.3 Any application for membership shall be reviewed by the Board of Directors at its first meeting held not earlier than 30 days (or such shorter period as the Board of Directors may decide) after receipt of the application.

Obligation to Provide Information

- 3.4 Members have an obligation to apprise the Secretariat of any and all sanctions applicable to their company in the jurisdictions relevant to IFA as soon as they become aware of such sanctions. Members shall notify the Secretariat of such an event in writing, by email to IFAmembership@fertilizer.org, or by post to IFA's registered address in France.
- 3.5 Jurisdictions applicable to IFA for purposes of sanction (the "Jurisdictions") include the European Union, France, the United Kingdom, the United Nations and the United States of America.

Membership Categories

- 3.6 It is a requirement that, in order to move from Associate Member to Ordinary Member, distributors of fertilizers, fertilizer intermediates, their raw materials or such intermediate products, containing one or more of the major plant nutrients (being nitrogen, phosphorus, potassium and sulphur) and/or secondary nutrients and/or micro-nutrients, must possess material dedicated fertilizer assets. The Board of Directors shall have discretion when considering any application submitted to it in accordance with this Byelaw 3, and when assessing if any applicant has material dedicated fertilizer assets the Board of Directors shall have regard for the following in respect of such applicant:
 - 3.6.1 average annual utilization rates of more than half of a distributor's assets must be dedicated to fertilizers;
 - 3.6.2 annual fertilizer and related products sales are in excess of USD 100 million; and
 - 3.6.3 distributors must have been active in the distribution of fertilizers, intermediates or raw materials for at least 10 (ten) years.

Register of Members

3.7 The Association will maintain a Register of Members in accordance with the requirements of the Companies Act.

Provision of Information

3.8 All Members shall furnish, as soon as reasonably practicable upon request of the Association, the Association with all available information reasonably requested for the compilation of such reports as the Board of Directors may, from time to time, require the Secretariat to prepare, on the understanding that any confidential data furnished by a Member at the Association's request will not, without the consent of such Member, be published or divulged to other Members or third parties but may be used for the compilation of aggregated totals that are published or otherwise disseminated by the Association on such aggregated basis.

4 MEMBERSHIP FEES

Basis of Membership Fees

- 4.1 Membership Fees shall be assessed by the Board of Directors and proposed for approval to the General Meeting. Once approved by the General Meeting, the Board of Directors shall have the right to adjust the Membership Fees only in accordance with the Articles. All Membership Fees must be paid in accordance with the Articles.
- 4.2 No member of any membership category having an activity which would confer eligibility for another class of membership shall be assessed for less than the amount payable in respect of that other category of membership.
- 4.3 Subject to Byelaw 4.5, companies in the same group may have individual membership of the Association or, alternatively, they may request a single group membership, subject to approval by the Board of Directors. For the purposes of membership of the Association, a group is defined as a parent or holding company and one or more subsidiary or sister companies in each of which the parent should normally own a share of more than 50 per cent. The members of a group may be in the same country or in different countries.
- 4.4 In the case of individual membership for any companies within a group, the Membership Fees of each of these companies shall be assessed separately. Any subsidiary company of a group that is qualified for group membership should normally be a member of the Association. A subsidiary company of a group may be a member in its own right but would need to include the tonnage declaration of all other subsidiaries in the same group of the company if those other subsidiaries do not apply for membership.
- 4.5 In the event that, as a result of any merger, acquisition, disposal, reorganization, restructuring or similar corporate event, two or more Members become members of the same group of companies, those Members shall notify the Association of the date and nature of such event as soon as reasonably practicable. Such Members shall continue to be treated as individual Members in both the calendar year in which those Members became members of the same group of companies and the following calendar year (and for the avoidance of doubt, during such period the Membership Fees payable by each Member shall be calculated on the basis of their applicable tonnage or turnover

- figures prior to the relevant Members becoming members of the same group of companies).
- 4.6 In the event of Defaulting Members that would like to reinstate their IFA membership, the Association shall reinstate the membership after the Members have cleared any and all arrears for the last year of membership in which they defaulted. Such arrears shall be equivalent to 50% of the fee invoiced for the default year plus the additional amount due in accordance with Article 10.3 of the Articles of Association and as further detailed in the Membership Guidelines.

Ordinary Members

4.7 Ordinary Members:

- 4.7.1 which are producers or manufacturers (within Article 7.3.1) will have their fees assessed on the basis of annual tonnage delivered or sold, or
- 4.7.2 which are distributors (within Article 7.3.2) will have their fees assessed on the basis of annual sales turnover (and where such Ordinary Member was an Associate Member immediately prior to becoming an Ordinary Member, such Membership Fees shall be marginally higher than the Membership Fee paid as an Associate Member).

Associate Members

4.8 Associate Members:

- 4.8.1 falling within the scope of Article 7.4.1 will have their Membership Fees assessed on their annual sales turnover; and
- 4.8.2 falling within the scope of Articles 7.4.2 to 7.4.11 will have their Membership Fees assessed on the basis of a flat rate.

Affiliate Members

4.9 Affiliate Members shall not be liable to pay a Membership Fee but the services provided by the Association may be tailored by the Board of Directors based on the reciprocal services to the Association.

Correspondent Members

4.10 The Membership Fees payable by the Correspondent Members shall be assessed on the basis of a flat fee. The services provided to the Correspondent Members by the Association may be tailored by the Board of Directors.

Tonnage and sales turnover declarations

4.11 Membership Fees calculated on annual tonnage (delivered or sold) or annual sales turnover are to be based on tonnage and sales turnover declarations, which the relevant

Members shall submit to the Secretariat. The procedures in accordance with which the relevant Members shall make such declarations shall be set out in membership guidelines that shall be approved by the Board of Directors and, following its approval, notified to the relevant Members.

FUNCTIONING OF THE ASSOCIATION

5 PROCEEDINGS AT GENERAL MEETINGS

Proxy Form

5.1 The form to be used by any Member to appoint another Member as its proxy to represent it at any General Meeting is shown in Annex 2.

6 CHAIR

6.1 Typically, a person who has been a member of the Executive Committee for several years will be eligible to be proposed by the Board of Directors to the General Meeting for election as Chair.

7 VICE CHAIR

7.1 Typically, a person who has been a member of the Executive Committee for several years will be eligible to be proposed to the General Meeting for election as the Vice Chair. Normally the candidate for Vice Chair must have already served as the Chair of the Finance Committee.

8 BOARD OF DIRECTORS

Eligibility

- 8.1 Each Board Director must be a Chief Executive Officer, President or Chairman of the Board of Directors of the relevant Ordinary Member, or the Director General/CEO of IFA, unless otherwise approved by the Board of Directors. In exceptional circumstances, the Board of Directors may allow a candidate holding a different position to represent a Member on the Board of Directors.
- 8.2 Any candidate for election as a Board Director must have demonstrated to the Board of Directors their capacity to represent fully the interests and work of the Association and to protect the Association's reputation. In forming its decision with regard to any candidate, the Board of Directors shall have regard to any previous service of such candidate to the Association.

Composition, Term of Office and Eligibility

- 8.3 The Board shall be composed of:
 - 8.3.1 Fourteen to sixteen (14-16) permanent seats for the largest fertilizer-producing companies, ranked by their production as disclosed to IFA annually for membership fee calculation.
 - (a) Companies not interested in serving on the Board of Directors will pass on their seat to the next company on the list of the largest fertilizer-producing companies.
 - (b) Should the ranking change due to a merger or an acquisition:
 - If both companies are represented through a permanent seat on the Board of Directors, the acquired company would step down from the Board of Directors effective immediately after closing of the merger or acquisition, and the CEO of the new company would represent the new entity on the Board of Directors;
 - If only one company is represented through a permanent seat, and acquires another entity, the situation remains unchanged;
 - If only one company is represented through a permanent seat and is acquired by an entity from outside of the industry, this will be handled on a case-by-case basis;
 - If two smaller companies merge and make it to the list of top 14-16, they will get a seat on the Board of Directors when such a seat becomes available, on January 1st of the following year.
 - (c) Should the ranking change due to organic growth or decline:
 - If a company reaches the top 14-16 through organic growth, its CEO shall join the Board on January 1st of the following year.
 - If a company no longer appears among the top 14-16, its CEO shall complete their term by December 31st of that year.
 - (d) Should the CEO or Chairman of their Board of Directors change, their successor would become an IFA Board Director.
 - 8.3.2 Two (2) permanent seats for the largest fertilizer-consuming countries according to IFASTAT.
 - Such seat shall be allocated either to the largest company in those countries or through a consultative process by the industry association(s)/consultative group(s) in those countries.
 - 8.3.3 Nine to twelve (9-12) rotating seats for smaller fertilizer producing companies.
 - 8.3.4 Two (2) rotating seats for fertilizer trading and distribution companies that are registered as Ordinary Members.

- 8.3.5 The Director General/CEO.
- 8.4 The maximum number of consecutive terms for Board Directors with rotating seats is limited to two two (2)-year terms, unless the said Board member is promoted to the Executive Committee.
- 8.5 Regional and nutrient representation and gender diversity shall be considered in nominations for rotating seats on the Board of Directors.
- 8.6 Board members should represent companies with a good sustainability record/ESG rating. Ideally, their company should be an IFA Product Stewardship Champion, and it should respect globally agreed principles relative, for instance, to gender diversity, and child and forced labor.
- 8.7 Individuals that become subject to sanctions applicable to IFA or executives of companies that become subject to sanctions applicable to IFA shall step down from the Board of Directors effective immediately until such sanctions are lifted.
- 8.8 Individuals under serious fraud investigation in any jurisdiction or executives of companies under serious fraud investigation in any jurisdiction shall temporarily step down from the Board of Directors.
- 8.9 All other cases will be handled on a case-by-case basis by the Board of Directors.

9 PROCEEDINGS OF BOARD OF DIRECTORS

Meetings

- 9.1 Details of proceedings of the Board of Directors are set out in the Articles.
- 9.2 The Board of Directors shall meet not less than 2 (two) times per year, with notice for each Board Meeting being given in accordance with Articles 14.7 to 14.10 of the Articles of Association.

Quorum

9.3 The quorum necessary for the valid transaction of business by the Board of Directors will be the presence, in person (which includes remote attendance) or by proxy (being another Board Director), of not less than one third of the total number of Board Directors at the time the meeting is held.

Chair

9.4 The Chair (or, in their absence, the Vice Chair) shall chair meetings of the Board of Directors.

Attendance

9.5 Board Directors are strongly encouraged to attend meetings in person and only if absolutely necessary, may do so remotely by telephone, video link or other remote means of communication.

10 DIRECTOR GENERAL/CEO

Appointment

Based on a recommendation from the Board of Directors, the General Meeting shall appoint a Director General to act as the Chief Executive Officer (CEO) of the Association.

Role

10.2 The Director General/CEO shall be responsible for carrying out the day-to-day business of the Association under such supervision as they may receive from the Chair, the Vice Chair, the Board of Directors and the Executive Committee. They shall be a member of the Board of Directors and of the Executive Committee.

Other Management Roles

10.3 The Board of Directors may appoint in its discretion such other persons to such other managerial or administrative roles as may be thought necessary or desirable. The Board of Directors may delegate such powers of appointment to the Director General/CEO on such terms as it may consider appropriate.

BOARD COMMITTEES

11 EXECUTIVE COMMITTEE

Progression through Posts

Subject to their remaining Board Directors in accordance with the Articles and these Byelaws, typically members of the Executive Committee will initially serve as a regular Executive Committee member before being considered for Chair of the Finance Committee and subsequently, having served as Chair of the Finance Committee, being considered for Vice Chair position, and ultimately for Chair position.

Eligibility

Details of the eligibility for and composition of the Executive Committee are set out in the Articles.

Proceedings

Subject to any rules imposed by these Byelaws, the Executive Committee shall have power to regulate its own proceedings but unless otherwise decided it will follow the applicable provisions which apply to proceedings of the Board of Directors (as set out in both the Articles and these Byelaws).

Meetings

11.4 The Executive Committee shall meet not less than 2 (two) times per year.

Regular Communications

11.5 Members of the Executive Committee are expected to have regular exchanges with each other and with the Director General/CEO to ensure the smooth operation of the Association.

12 FINANCE COMMITTEE

Eligibility

Only representatives of the Ordinary Members and the Associate Members may be members of the Finance Committee. Each member of the Finance Committee shall have one vote.

Appointment

The Board of Directors shall appoint the members of the Finance Committee including the Chair (who must be a member of the Executive Committee).

Proceedings

- 12.3 Subject to any rules imposed by these Byelaws, the Finance Committee shall have the power to regulate its own proceedings but unless otherwise decided it will follow the applicable provisions which apply to proceedings of the Board of Directors (as set out in both the Articles and these Byelaws).
- 12.4 The Finance Committee shall meet not less than 2 (two) times per year, with such meetings taking place either at the times of the General Meetings or otherwise as determined by the Finance Committee.

Role

- 12.5 The role of the Finance Committee is to guide and manage, under the supervision of the Board of Directors, the finances of the Association.
- 12.6 The Finance Committee shall be responsible for reviewing the Association's budget estimates, for recommending each year to the Board of Directors the proposed Membership Fees, for reviewing periodically the basis upon which Member

subscriptions are calculated, for periodically agreeing a set of investment guidelines for the Association and for advising on investment (pursuant to its investment guidelines) of any funds of the Association not immediately required for its purposes. In addition, it shall deal with such other financial and staff matters as the Board of Directors may decide from time to time.

Term of Office

- 12.7 The term of office for members of the Finance Committee will be 2 (two) years and can be renewed if so decided by the Board of Directors.
- 12.8 Each member of the Finance Committee has one vote, and decisions shall be taken by a simple majority.

THEMATIC COMMITTEES

13 THEMATIC COMMITTEES

- 13.1 The Association shall have three Thematic Committees namely:
 - 13.1.1 Sustainability Committee;
 - 13.1.2 Market Intelligence Committee; and
 - 13.1.3 Public Affairs Committee.

Sustainability Committee

13.2 The role of the Sustainability Committee is to promote the sustainable production and use of plant nutrients.

Market Intelligence Committee

13.3 The role of the Market Intelligence Committee is to provide authoritative information and statistics on supply, demand and trade of fertilizers and fertilizer raw materials and monitor developments that may impact the future of global fertilizer markets.

Public Affairs Committee

13.4 The role of the Public Affairs Committee is to raise the profile and reputation of the industry among its international stakeholders by tracking, analyzing and intervening in policy processes.

14 MEMBERSHIP OF THEMATIC COMMITTEES

Appointment

14.1 At any time, and for a 2 (two)-year term, Members can nominate their representative(s) to serve (or continue serving) on any Thematic Committee.

Chair and Vice Chair

14.2 The Board of Directors shall elect the Chair of each Thematic Committee who must be a Board Director. Each Committee shall elect, from amongst its members, a Vice Chair who may deputize for the Chair.

Term of Office of Chair and Vice Chair

14.3 The Committee Chair and Vice Chair shall be elected for a term of 2 (two) years, which can be renewed if they remain a Board Director (in the case of the Chair), or if they are re-elected by members of the relevant Thematic Committee (in the case of the Vice Chair).

15 OPERATING STRUCTURE OF THEMATIC COMMITTEES

Operating Structure

Each Thematic Committee may define its own operating structure in accordance with its mandate and strategic objectives, as approved by the Board of Directors.

Sub-Committees

15.2 Each Thematic Committee may decide to create (and terminate) working groups subject to the approval of the Board of Directors and/or task forces, subject to ongoing supervision and guidance from the Board of Directors, where appropriate.

Working Group

15.3 A working group shall comprise a permanent group of members of the Thematic Committee and a staff liaison officer working together on any specific project requiring their particular expertise and time.

Task Force

15.4 A task force shall comprise a temporary group of members of the Thematic Committee and a staff liaison officer working together on a time-bound task for the purpose of accomplishing a definite objective.

16 MEETINGS OF THEMATIC COMMITTEES

Proceedings

16.1 Each Thematic Committee will have power to regulate its own proceedings subject to any rules imposed by the Board of Directors.

Notice of Meetings

16.2 Not less than 15 days' written notice of each Thematic Committee meeting shall be given to all Members with a copy of the agenda.

Meetings

16.3 Each Thematic Committee shall meet not less than once per year. Meetings can be held in various formats including remotely using information and communications technology.

Voting

16.4 Decisions are taken by a simple majority of members having the right to vote (which for the avoidance of doubt shall include Ordinary Members and Associate Members only, and each Member has one vote only) but in the event of an equality of votes being cast, the relevant Thematic Committee's Chair has a casting vote. Votes at Thematic Committee meetings shall be taken by a show of hands unless a secret ballot is demanded by either the relevant Thematic Committee's Chair or by not less than 5 (five) Thematic Committee members present at the meeting (in which case a secret ballot shall take place). Proxy votes are taken into account in a show of hands vote and in secret ballot vote.

Open Attendance at Meetings

16.5 Attendance at Thematic Committee meetings is open to all Members.

Proxies

16.6 Any Thematic Committee member may appoint another member of that Thematic Committee as its proxy to vote on its behalf at any Thematic Committee meeting

Quorum

16.7 The quorum for each Thematic Committee meeting shall be the presence, in person (which includes the representative of a Member entity) or by proxy, of not less than 7 (seven) members of that committee. If there are less members present, the Chair decides whether the meeting proceeds or whether it should be reconvened at another time.

17 STRATEGIC ADVISORY TEAMS

17.1 In accordance with Article 25, each Thematic Committee shall be governed by a Strategic Advisory Team.

Composition

- 17.2 Each Strategic Advisory Team is to be composed of no more than 18 (eighteen) members and shall comprise:
 - 17.2.1 the Chair (being the person elected as Chair of the Thematic Committee and approved by the Board of Directors);
 - 17.2.2 the Vice Chair (being the person elected as the Vice Chair of the Thematic Committee);
 - 17.2.3 up to no more than 15 (fifteen) additional members of the relevant Thematic Committee, in each case as elected by the members of the Thematic Committee, of which at least 3 (three) but no more than 5 (five) shall be Affiliate Members (or their representatives). In accordance with Byelaw 17.8, representatives of Ordinary Members and Associate Members have one vote, and representatives of Affiliate Members shall serve in a non-voting capacity; and
 - 17.2.4 a staff liaison officer appointed by the Director General/CEO (who shall not be entitled to vote).

Eligibility

17.3 Any member of a Thematic Committee is eligible to be elected as a member of its Strategic Advisory Team, save that any Member with activities that compete, in whole or in part, with the activities of the Association shall not be (and nor shall any representative of that Member be) eligible to be elected as Strategic Advisory Team members, in order to avoid any actual or potential conflicts of interest. Whether a Member has activities that compete, in whole or in part, with the activities of the Association shall be decided by a vote of the relevant Thematic Committee in accordance with Byelaw 16.4.

Appointment

17.4 The members of each Strategic Advisory Team are elected by the members of their respective Thematic Committees.

Role

17.5 The role of the Strategy Advisory Teams is to ensure the alignment between the activities of the applicable Thematic Committee and the policies and objectives of the Board of Directors. Each Strategic Advisory Team reports to its respective Thematic Committee.

Powers

- 17.6 The powers and duties of each Strategic Advisory Team include:
 - 17.6.1 conducting due diligence on proposed new initiatives of the relevant Thematic Committee;
 - 17.6.2 setting the agenda of the relevant Thematic Committee's meetings;
 - 17.6.3 reviewing and monitoring the activities and the discussions of the relevant Thematic Committee and any sub-committees (including working parties and task forces).

Term of Office

17.7 The term of office of the members of Strategy Advisory Teams will be 2 (two) years and may be renewed by the relevant Thematic Committee.

Voting

17.8 Each member of any Strategic Advisory Team who is a representative of an Ordinary Member or Associate Member has one vote. In accordance with Byelaw 17.2, the corporate representatives of Affiliate Members may serve on Strategic Advisory Teams in a non-voting capacity, subject to the approval of the relevant Thematic Committee. Decisions will be taken by a simple majority and in the case of any equality of votes being cast the Chair has a casting vote.

18 IFA AMBASSADORS

18.1 Senior executives representing Members will be designated as IFA Ambassadors.

Eligibility

18.2 Each IFA Ambassador must be the appointed corporate representative (being a natural person) of an Ordinary, Associate or Affiliate Member.

Appointment of IFA Ambassadors

18.3 In close coordination with the Members, and ensuring broad diversity of the IFA Ambassador group, the Director General/CEO will appoint the IFA Ambassadors, and will inform the Board of Directors. The term of each IFA Ambassador shall commence upon their appointment by the IFA Director General/CEO.

Number of IFA Ambassadors

18.4 Each Ordinary, Associate and Affiliate Member may have one IFA Ambassador by IFA region in which they have on-the-ground activities.

Role

- 18.5 The IFA Ambassadors shall be responsible for:
 - 18.5.1 Actively doing national and regional outreach about the work of IFA;
 - 18.5.2 Actively promoting and building IFA membership in their countries and regions;
 - 18.5.3 Advising IFA on the issues of relevance in their countries and regions and what IFA could do to help address these issues;
- 18.6 Sharing with Members in other geographies successful industry interventions in their countries and regions;
- 18.7 Regularly liaising with the Secretariat, to be apprised of all the IFA activities and keep IFA apprised on their work in their countries and regions.

Term of Office

18.8 Each IFA Ambassador is appointed for a term of 2 (two) years and may be reappointed for an additional term of 2 (two) years.

Meetings

18.9 Meetings of the IFA Ambassadors of any country or region may be organized by IFA Ambassador(s). Any such meeting must be convened with notice of no less than 21 days, must be attended by at least one member of staff from the IFA Secretariat, must follow a pre-set agenda communicated to all IFA Ambassadors in that particular jurisdiction, and must comply with IFA's antitrust obligations.

Voting

18.10 IFA Ambassadors will seek to operate on a consensual basis but to the extent that any matter is put to a formal vote at a meeting of IFA Ambassadors, a simple majority is required, and each IFA Ambassador has one vote.

19 EXECUTION OF DOCUMENTS

- 19.1 Each Board Director, Executive Committee member, Finance Committee member, Thematic Committee member and Strategic Advisory Team member acknowledges that all decisions and actions are to be taken following the appropriate discussion and resolution (and if appropriate any agreed delegation) by, respectively, the Board of Directors, the Executive Committee, the Finance Committee, the relevant Thematic Committee and the relevant Strategic Advisory Team.
- 19.2 Furthermore, no Board Director, Executive Committee member, Finance Committee member, Thematic Committee member and Strategic Advisory Team member, shall enter into, or shall be deemed to have the authority to enter into, any binding



ANNEXURES

20 ANNEX 1

IFA Membership application forms.





TO THE BOARD		
We (name of applicant organization) Of (address of organization and country)		
Telephone	Cell phone	
Email	Website	
Vat Registration Number		
Other Tax Identification Number(if VAT is not applicable)		
hereby apply to be admitted as an ORDINARY MEMB If admitted to membership, we hereby agree to be bound by the to comply with IFA's Code of Conduct and Safety, Health & Environment	provisions contained in the Articles of Association/ Bye-Laws and	
Name of Company Leadership		
Title / Position	Email ————————————————————————————————————	
Beneficial Ownership Disclosure		
Name(s) of Beneficial Owner(s)		
Sanctions Disclosure		
 We hereby certify that the company is not under any international sanctions under sanctions in the following jurisdictions: 		
We hereby nominate Mr/Ms (full name)		
Title / Position	Email	
(address to which letters and documents from the Association should be	e sent)	
to act as IFA's main contact in accordance with the provisions of the A	Articles of Association and the Bye-Laws of the Association.	
Date Signe	ed	



Questionnaire / Ordinary Membership



1. Name of applicant organization		
2. Address of applicant organization		
3. Name(s) of parent organization(s) (please indicate % share)		
4. Name(s) of subsidiary organization(s) (please indicate % share)		
5. What was your sales turnover in each of the past 3 financial years?		
20		
20		
20		
6. What was the sales turnover of your group as a whole in each of the past 3 financial years?		
20		
20		
20		
7. What proportion of the total value of the figures given in 5. and 6. above is attributable to trafertilizer industry?	ade with and/or work for the	
a) in respect of your company	%	
b) in respect of the entire group	%	

8. If you produce fertilizers or raw materials, please give full details of your plant locations, products and rated production capacities (use separate sheet if necessary). In case of plants under construction, please indicate expected date when production will commence.		
9. If you are a service organization, member organizations/principal shar	please describe the nature of your activities and, where appropriate, supply a list of yo reholders.	our
Signed	Date	
(Name and title)		
Tel	E-mail	





TO THE BOARD		
We (name of applicant organization) Of (address of organization and country)		
Telephone	Cell phone	
Email	Website	
Vat Registration Number		
Other Tax Identification Number (if VAT is not applicable)		
hereby apply to be admitted as an ASSOCIATE MEMBER	of the International Fertilizer Association (IFA).	
If admitted to membership, we hereby agree to be bound by the pro	visions contained in the Articles of Association/ Bye-Laws and	
to comply with IFA's Code of Conduct and Safety, Health & Environment	nent Principles.	
Name of Company Leadership		
Trume of Company Leadership		
Title / Position	Email ————————————————————————————————————	
Beneficial Ownership Disclosure		
Name(s) of Beneficial Owner(s)		
Sanctions Disclosure		
We hereby certify that the company is		
not under any international sanctions		
under sanctions in the following jurisdictions :		
We hereby nominate Mr/Ms (full name)		
Title /Position	Email	
(address to which letters and documents from the Association should be ser	nt)	
to act as IFA's main contact in accordance with the provisions of the Article	es of Association and the Bye-Laws of the Association.	
Date Signed		
(Name ar	nd Title)	





1. Name of applicant organization		
2. Address of applicant organization		
3. What is the nature of your organization's activities?		
4. How long has your organization been continuously involved in business with the fertilizer industry?		
5. Name(s) of parent organization(s) (please indicate % share)		
6. Name(s) of subsidiary organization(s) (please indicate % share)		
7. What was your sales turnover in each of the past 3 financial years?		
20		
20		
8. What was the sales turnover of your group as a whole in each of the past 3 financial years? 20		
20		
20		

9. What proportion of the total value of the figures given in 7. and 8. above is attributable to trade with and/or work for the fertilizer industry?		
a) in respect of your company	%	
b) in respect of the entire group	%	
 10. Please list (use separate sheet if necessary): leading fertilizer producers with whom you have conducted business over the fertilizer or raw materials projects realized or under construction over the po major buyers of your equipment/supplies 		
11. What is your main reason for wishing to join IFA?		
12. What special experience and/or information could you contribute, either	regularly or by invitation?	
13. Trading companies are requested to provide a letter from an IFA fertilize in IFA.	er producing member recommending them for membership	
Signed	Date	
(Name and title)		
Telephone	Email	





TO THE BOARD		
We (name of applicant organization) Of (address of organization and country)		
·		
Email	Website	
Vat Registration Number		
Other Tax Identification Number(if VAT is not applicable)		
	MEMBER of the International Fertilizer Association (IFA). by the provisions contained in the Articles of Association/ Bye-Laws and & Environment Principles.	
Name of Company Leadership		
Title / Position	Email ————————————————————————————————————	
Beneficial Ownership Disclosure		
Name(s) of Beneficial Owner(s)		
Sanctions Disclosure		
We hereby certify that the company is not under any international sanctions under sanctions in the following jurisdictions:		
We hereby nominate Mr/Ms (full name)		
Title / Position	Email	
(address to which letters and documents from the Association s	hould be sent)	
to act as IFA's main contact in accordance with the provisions	of the Articles of Association and the Bye-Laws of the Association.	
Date	Signed	





1. Name of applicant organization	
2. Address of applicant organization	
3. Name(s) of parent organization(s) (please indicate % share)	
4. Name(s) of subsidiary organization(s) (please indicate % share)	
5. What was your sales turnover in each of the past 3 financial years?	
20	
20	
20	
6. What was the sales turnover of your group as a whole in each of the past 3 financial years?	
20	
20	
20	
7. What proportion of the total value of the figures given in 5. and 6. above is attributable to trade fertilizer industry?	with and/or work for the
a) in respect of your company	%
b) in respect of the entire group	%

8. If you produce fertilizers or raw materials, please give full details or your plant locations, products and rated production capacities (use separate sheet if necessary). In case of plants under construction, please describe the project and indicate expected date when production will commence.		
If you are a service organization, please describe the r member organizations/principal shareholders.	nature of your activities and, where appropriate, supply a list of your	
Signed	Date	
(Name and title)		
Tel	E-mail	





TO THE BOARD	
We (name of applicant organization)	
Of (address of organization and country)	
Telephone	Cell phone
Email	Website
Vat Registration Number	
Other Tax Identification Number(if VAT is not applicable)	
	MEMBER of the International Fertilizer Association (IFA). and by the provisions contained in the Articles of Association/ Bye-Laws and alth & Environment Principles.
Name of Company Leadership	
Title / Position	Email ————————————————————————————————————
Beneficial Ownership Disclosure	
Name(s) of Beneficial Owner(s)	
Sanctions Disclosure	
We hereby certify that the company is not under any international sanctions under sanctions in the following jurisdictions:	
We hereby nominate Mr/Ms (full name)	
Title /Position	Email
(address to which letters and documents rom the Association	n should be sent)
to act as IFA's main contact in accordance with the provision	ons of the Articles of Association and the Bye-Laws of the Association.
Date	Signed (Name and Title)





1. Name of applicant organization	
2. Address of applicant organization	
3. Name(s) of parent organization(s) (please indicate % share)	
4. Name(s) of subsidiary organization(s) (please indicate % share)	
5. What proportion of the total value of the figures given in 5. and 6. above is attributable to a) in respect of your company	o work for the fertilizer industry? %
b) in respect of the entire group	%
6. Please describe the nature of your activities. Where appropriate, supply a list of your member organizations / principal sharehold	ers

7. What is your main reason for wishing to join IFA?		
8. What special experience a	nd/or information could you contribute, either regularly or by invitation?	
Signed	Date	
(Name and title)		
Tel	E-mail	



TO THE BOARD

Form of Application for Membership



Once you fill the form, please return by email to ifamembership@fertilizer.org

l (name of applicant – capitals)	
Of (address and country)	
Tel	Fax
	- GA
E-mail	
Web	
hereby apply to be admitted as a CORRESPONDENTI	WEMBER of the International Fertilizer Association (IFA).
If admitted to membership, I hereby agree to be bound Bye-Laws.	by the provisions contained in the Articles of Association and
I hereby certify that I do not exercise any salaried, coorganization which is itself eligible for membership of	mmercial or profit-making activity on behalf of any company or the Association.
Signed	Date

In accordance with French law N°78-87 of January 6, 1978 pertaining to Data processing, Data Files and Individuals Liberties, members have the right to access, to correct, or to delete any personal information, by writing/emailing to IFA.



Questionnaire / Correspondent Membership



1. Name of applicant	
2. Address of applicant	
3. What is the name and address of the IFA member co	ompany/organization from which you retired?
4. How long have you worked in this company/organiza	ation?
5. What was your position at the time of your retiremen	nt?
6. What is your main reason for wishing to join IFA?	
7. What special experience and/or information could yo	ou contribute, either regularly or by invitation?
Signed	Date
(Name and title)	
Tel	E-mail

21 ANNEX **2**

Proxy form.



PROXY FORM

for appointing a person to represent and, if necessary, to vote at a Annual General Meeting of the

International Fertilizer Association Ltd (IFA)

(Name of the member)
(Name of the member)
of(Name of company)
hereby appoint
(Name of proxy representative)
of
(Name of company)
to be my representative with authority to vote on my behalf at the Annual General Meeting of the International Fertilizer Association Ltd, to be held in
[]
Signature Date

In order to ensure that members are properly represented, please submit this proxy form in case your company will not attend the Annual General Meeting. It should reach the Director General/CEO of IFA not less than 48 hours before the time of the meeting to which it refers.