

REGULATIONS
of the Board of Appeal
MPS-ECAS

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The Appeal

1. An interested party can lodge a written Appeal with the Board of Appeal, with regard to the granting, not granting or cancellation of a quality statement, or the absence of a clear decision in that regard, and in response to other decisions by the managing director of MPS-ECAS related to the implementation of the quality assurance system, after the interested party has informed the managing director of MPS-ECAS of a complaint as referred to in article 7.1 of the Regulations on quality system certification, product certification and inspection certification, and the managing director has not decided with regard to the complaint within six weeks after being notified, or if his decision is unsatisfactory to the interested party. In that event, the Appeal must be lodged within 30 calendar days after that.
2. The Appeal is subject to the rules related to arbitration in the fourth book of the Dutch Code of Civil Procedure clauses 1020 to 1073, in addition to the provisions in the present Regulations. The following articles are based on the most important of these rules.

The Board of Appeal

3. The Board of Appeal consists of three persons, the chairman of which is/will be appointed by the general meeting of shareholders of MPS-ECAS. Within fourteen days of receiving the Appeal submitted, the chairman appoints two arbitrators selected from the most relevant list as referred to in clause 4, in view of the individual and the nature of the complaint. The Board of Appeal is assisted by a secretary in possession of the title of 'Master of Laws in Dutch Law' appointed by the chairman.
4. The following organisation each draw up a list of 3 individuals who can act as arbitrator in the event of a dispute with the following persons:
 - LTO: if the dispute involves a Dutch grower, but if the dispute involves an international grower: where possible the relevant coordinating growers' association in the country where the grower is established, or otherwise a representative group of growers in that country;
 - VGB or VTN: if the disputes involves a wholesaler;
 - VBW: if the disputes involves a retailer;
 - CBL: if the disputes involves a produce processor;
 - TLN or EVO: if the disputes involves a transport company;
 - VPN: if the disputes involves a composting company;
 - AVAG: if the disputes involves a greenhouse grower;
 - HPA: if the disputes involves an arable farm;
 - Stichting Milieukeur: if the dispute involves a grower and an environmental inspection certificate.
5. When drawing up the lists, the proposing organisations must state the relevant expertise of each proposed arbitrator after their name. The list of arbitrators is valid for three years. The proposing organisations may, at any time, propose any replacement arbitrators necessary for the remaining proposal period.

Commencement of the Appeal

6. a. A case is pending from the date of receipt of a written notification, in which a party informs its opposing party that it plans to initiate an Appeal.
- b. The notification must include a detail description of the dispute and the object of the claim.
- c. The party initiating the Appeal will send the chairman a copy of that notification.
- d. In the event of a compromise, the case will be pending when the compromise is effected. One of the parties will send a copy of the compromise to the chairman or the secretary.
- e. All documents relevant to the dispute should included when sending the copy of the notification as referred to in section a. or the copy of the compromise.

Place of the Appeal

7. a. The place of the Appeal will be in the Netherlands, to be specified in more detail by the Board of Appeal.
- b. The Board of Appeal may hold sessions, deliberate and hear witnesses and experts at any location is deems suitable.

Language of the Appeal

8. The Appeal will be conducted in the Dutch language. If one of the parties is not based in the Netherlands and all the parties agree to conducting the proceedings in English, the Board of Appeal may take a decision to that effect.

Procedure

9. a. The parties will be treated equally. Each of the parties will given the opportunity to present and explain their position verbally at a session of the Board of Appeal.
 - the defendant will be given the opportunity to respond to the claimant's claim, including the explanation;
 - the Board of Appeal will not hear any party in the absence of the opposing party, unless the latter has been given every opportunity to be present;
 - the arbitrators will not discuss cases with parties to the proceedings or their counsel outside normal procedures.
 - b. The parties may appear in the proceedings in person or represented by counsel and present and explain their claim or defence, or with the approval of the Board of Appeal, do so in writing.
10. A party appearing in the proceedings must invoke the lack of authority of the Board of Appeal based on the absence of a valid arbitration agreement before any defence is

presented. This party is required to do so on pain of the lapse of its right to invoke the absence of a valid arbitration agreement later in the arbitration proceedings or before the court.

11. At the request of one of the parties, the Board of Appeal can allow a party to call witnesses or experts. The Board is authorised to appoint one of its members to hear witnesses and experts.
12.
 - a. The Board of Appeal may also, of its own volition, appoint and hear or consult experts and call and hear witnesses.
 - b. If the Board of Appeal appoints one or more experts to make a recommendation, it will send a copy of the appointment and the assignment given to the experts to the parties as soon as possible.
 - c. The Board of Appeal will send a copy of the expert report as to the parties as soon as possible after it is received.
 - d. Upon a request by one of the parties, the experts will be heard at a session of the Board of Appeal. If a party makes such a request, it will inform the Board of Appeal and the opposing part as soon as possible.
 - e. The Board of Appeal will give the parties the opportunity to ask questions and call experts.
13. The chairman is authorised to order a provisional examination of witnesses, an expert report or investigation at the relevant location and appoint one or more members to take the necessary action.
14. The Board of Appeal decides on the onus of proof and the assessment of the evidence.
15. The Board of Appeal may, at any stage of the proceedings, order the personal appearance of the parties to provide information or to attempt to reach a settlement.
16. The defendant is authorised to lodge a claim against the claimant at the first session at which it appears, provided that the claim is based on the agreement on which the claimant's claim is based.

Non-appearance at sessions

17. If, despite being given the opportunity to do so, the claimant fails to submit its claim or explain it properly without having valid reasons for that failure, the Board of Appeal can order the termination of the proceedings.
18. If the defendant fails to conduct a defence after having been given ample time to do so, without providing valid reasons for that failure, the Board of Appeal will award the claim, unless it finds the claim unlawful or unfounded.
Before rendering judgment, the Board of Appeal may required the claimant to provide proof of its assertions.

Interim injunction proceedings

19. a. The Board of Appeal is authorised to render judgment in interim injunction proceedings.
- b. If the circumstances so dictate, the Board of Appeal can, in every proceeding, upon the request of the either or both of the parties, take such decisions or measures with regard to the disputed matters which it deems necessary or desirable.
- c. Decisions taken in accordance with section a. or b. do not diminish the parties' rights and arguments.

Objection

20. a. An arbitrator's participation can be challenged in the event of justifiable doubt as to his impartiality or independence. The participation of a secretary appointed by the Board of Appeal can also be objected to on the same grounds.
- b. The objecting party will inform the arbitrator in question, the Board of Appeal and its opposite party of the objection, providing grounds. The Board of Appeal may suspend the proceedings from the date on which the notification is received.
- c. Anyone who is requested to act as an arbitrator or secretary who suspects that there may be objections to their participation will inform the chairman in writing, stating the suspected reason for objection. He will send this notification to the parties once he has been appointed.
- d. A party cannot object to an arbitrator who has been appointed by the chairman if that party has already accepted that appointment, unless it became aware of the reason for its objection at a later stage.
- e. If an arbitrator who is the subject of an objection does not withdraw from the proceedings within two weeks of receiving the notification, the validity of the objection will be decided by the president of the district court at the request of either of the parties.

Withdrawal of the Appeal

21. a. The claimant may withdraw his application for an Appeal, provided this is done immediately after the case has been called.
- b. Once the Board of Appeal has called and commenced the case, an Appeal can only be withdrawn with the explicit cooperation of the opposite party.

End of the Appeal

22. Without prejudice to the provisions in clauses 15 and 18, the Appeal ends:
 - upon request by both parties;
 - upon the filing of the final judgment at the registry of the district court within whose district the arbitration was conducted.

Judgment

23. The Board of Appeal will decide within three months (a qualification period) whether the director of MPS-ECAS could reasonably have reached his decision according to the rules of Dutch law and in accordance with the present regulations.
24. In those instances where an ordinary court can impose a penalty, the Board of Appeal is also authorised to do so.
25. a. The Board of Appeal decides by majority vote.
b. The judgment will state the grounds for the decision, and the judgment will be signed by the arbitrators.
c. If an arbitrator refuses to sign, one of the arbitrators will state this beneath the judgment signed by the other arbitrators.
d. The secretary sends a copy of the judgment to the parties.
e. The original of the final judgment will be deposited at the registry of the district court within whose district the arbitration was conducted.
f. Finally, the judgment will state which party must meet the costs of the Appeal.
26. The judgment of the Board of Appeal will be binding on the parties. The decision by the Board of Appeal cannot be appealed and no greater relief can be granted.

Costs

27. Before hearing the case, the Board of Appeal determines how much the claimant must pay as an advance. The Board of Appeal may suspend the hearing of the case until the claimant has paid the relevant amount. After the conclusion of the case, part of the amount paid can be reimbursed. The claimant is also obligated to pay the costs if the application for the Appeal is withdrawn.
28.
 - a. A party that provides or has summoned a witness or expert must pay these costs itself and as much as possible at the hearing.
 - b. If the Board of Appeal calls witnesses or experts, the relevant costs will be considered arbitration costs.
29.
 - a. Appeal costs include the costs referred to in clause 28 (b), in addition to all other costs deemed necessary for the Appeal in the opinion of the Board of Appeal.
 - b. With the exception of special cases, at the discretion of the Appeal Committee, the costs of legal assistance will be borne by the party obtaining that legal assistance.
 - c. The judgment of the Board of Appeal will include an estimate of the Appeal Costs, including the costs of filing the judgment at the court registry.
 - d. Generally, the Appeal Costs are charged to the party ruled against, unless the Board of Appeal decides otherwise.

Execution of the judgment

30. The arbitration judgment can only be executed after the president of the district court, where the original of the final judgment was deposited in accordance with clause 23 (e), has given leave for that execution at the request of one of the parties.
31. If parties are of different nationalities, the acknowledgement and execution of the arbitration judgment, in deviation of the provisions clause 28 and pursuant to the New York Convention on Acknowledgement and Execution of Foreign Court Decisions (New York Convention), will be conducted before a court in the country where the party ruled against resides, is established or has assets.