



Statutes

DFL Deutsche Fußball Liga e.V.

Preamble

DFL e.V. is the association of the Licensed Associations ("*lizenzierte Vereine*") and Corporations ("*[lizenzierte] Kapitalgesellschaften*") of the Football Leagues ("*Fußball-Lizenzligen*") Bundesliga and Bundesliga 2, which up to 28 April 2001 directly belonged to Deutscher Fußball-Bund e.V. (German Football Association; DFB) as extraordinary members.

The purpose of DFL e.V. is to operate the Bundesliga and Bundesliga 2's competition structures exclusively transferred to it by DFB for use and to determine the German football champion of DFB and the participants in international competitions through the competitions of the Leagues ("*Lizenzligen*").

DFL e.V. actively participates in the development, support and promotion of football as a whole in the Federal Republic of Germany and adds to the financing of DFB by means of contributions from the operation of the Leagues.

DFL e.V. is also committed to sustainably supporting and promoting the development of talented youth players, in particular by means of a high-quality development programme in the youth academies of its members.

It supports the development and promotion of the German national football team and other national teams under the responsibility of DFB by releasing requested players and in particular provides a sustainable contribution towards sporting success of these teams by means of the training of the players in the Associations and Corporations ("*Vereine und Kapitalgesellschaften*").

DFL e.V. is aware of the significant social and socio-political importance of football. DFL e.V. recognises its corporate and social responsibility by means of its own activities, inter alia with its work and involvement with the Bundesliga Foundation.



This applies in particular for the support of youth football, amateur football, leisure and popular sports and for the promotion of voluntary work, international understanding and fair cooperation in football.

In order to fulfil and implement its functions DFL e.V. establishes the following Statutes:



I.

General provisions

Section 1

Name, legal form and registered office

1. DFL e.V. is the association of the Licensed Associations and Corporations of the Football Leagues Bundesliga and Bundesliga 2. It bears the name "DFL Fußball Liga e.V." (DFL e.V.) and following registration in the register of associations the suffix "registered association" ("*eingetragener Verein*") in the abbreviated form "e.V.".
2. DFL has its registered office in Frankfurt/Main.

Section 2

General principles

1. DFL e.V. is party politically and denominationally neutral.
2. It condemns anti-constitutional and xenophobic endeavours.
3. DFL e.V. considers itself to be very much associated with the concept of fair play.
4. The Statutes ("*Satzung*"), League Statutes ("*Ligastatut*") and regulations of DFL e.V. equally apply in their linguistic wording for men and women.

Section 3

Memberships, Court of Arbitration for Sport

1. DFL e.V. is an ordinary member of DFB with its registered office in Frankfurt/Main.
2. Based on this membership DFL e.V. is subject to the Statutes and the regulations of DFB as well as the rules in the Principle Agreement ("*Grundlagenvertrag*") with DFB. They are directly applicable and binding in their current version for DFL e.V. and its members. This applies in particular for DFB Statutes ("*DFB-Satzung*"), DFB Match Regulations ("*DFB-Spielordnung*"), DFB Legal and Procedural Regulations



(“DFB-Rechts- und Verfahrensordnung”), DFB Referee Regulations (“DFB-Schiedsrichterordnung”), DFB Youth Player Regulations (“DFB-Jugendordnung”), DFB Education and Training Regulations (“DFB-Ausbildungsordnung”), Anti-Doping Directives (“Anti-Doping-Richtlinien”) of DFB along with its associated rules of implementation.

3. DFB is a member of FIFA with its registered office in Zurich. Based on this membership, DFB is subject to the provisions of this association. Therefore they are also binding for DFL e.V. and its members in their current version. In particular these are the FIFA rules listed below:

Statutes, FIFA Regulations on the Status and Transfer of Players, FIFA Competition Regulations, FIFA Disciplinary Code, Anti-Doping Regulations in FIFA competitions and outside of competitions.

4. DFB is also a member of UEFA with its registered office in Nyon. Based on this membership, DFB is subject to the provisions of this association. Therefore they are also binding for DFL e.V. and its members in their current version. In particular these are the UEFA rules listed below:

Statutes, principles of a collaboration between the UEFA member associations and their federations (“Grundsätze einer Zusammenarbeit zwischen den UEFA-Mitgliedsverbänden und ihren Vereinen”), UEFA Disciplinary Regulations and UEFA Anti-Doping Regulations. In particular, DFB, its members, players and officials recognise the UEFA Statutes.

5. The Executive Committee (“Präsidium”) of DFL e.V. will decide on additional membership. The rights of FIFA, UEFA and DFB and its other membership associations may not be affected by such.
6. DFL e.V. and its members recognise the International Court of Arbitration for Sport TAS/CAS (Tribunal Arbitral du Sport / Court of Arbitration for Sport) with its registered office in Lausanne as an independent arbitration body. DFL e.V. and its members undertake, without recourse to the ordinary courts of law, to submit all disputes going beyond DFB matters to the competent body of the UEFA and FIFA and the TAS, insofar as this does not contravene any compulsory national or international laws or the UEFA or FIFA Statutes allow for exceptions. Reference is made to Articles 59 to 63 of the UEFA Statutes as well as Articles 60 to 64 of the FIFA Statutes.



Section 4

Purpose and function

1. The purpose and function of DFL e.V in particular is
 - a) to operate the competition structures Bundesliga and Bundesliga 2 (the Leagues) which have been transferred to it by DFB for use and to hold football matches in the Leagues in accordance with international football rules in consideration of the binding interpretation of DFB.
 - b) to determine in League competitions the German football champion of DFB, the promoted and relegated clubs as well as the participants of the international competitions and to hold other competitions that it has organized and that include the participation of members.
 - c) to grant the licenses to associations and their corporations in accordance with the sports-related, legal, personnel and administrative, infrastructural and safety-related, media technology and financial criteria the details of which are established in the League Statutes, in particular in the Licensing Regulations ("*Lizenzierungsordnung*") and their annexes.
 - d) to grant the licenses to players in accordance with criteria the details of which are established in the League Statutes, in particular the License Regulations for Players ("*Lizenzordnung Spieler*").
 - e) to represent the sports-related and economic interests of the members as a community of solidarity with respect to associations and other third parties.
 - f) to support and promote football and its development, in particular with respect to the youth sector, by means of development and maintenance of youth academies and high-quality training for talented youth players.
 - g) to carry out activities in recognition of the social and sociopolitical importance of football.
 - h) to observe the doping ban and to implement such ban in accordance with the provisions adopted by DFB in order to protect players from damage to their health and to maintain fairness in sporting competitions and credibility in football.



- i) to represent the interests of members as an employer's association with respect to employee associations, including the conclusion of collective bargaining agreements.

DFL e.V. does not primarily pursue its own financial purposes.

2. DFL e.V. has established the DFL Deutsche Fußball Liga GmbH (DFL GmbH) for fulfilment of its purpose and function. The demarcation of tasks for DFL e.V. and company in detail can be derived from the Statutes and the Articles of Association.

Section 5

Responsibilities and legal basis

1. DFL e.V. regulates its own field of activity by means of its League Statutes, its regulations, the decisions by its bodies and the Articles of Association of DFL GmbH.

In particular to this end it adopts:

- a) the League Statutes for the matters concerning professional football of the associations and corporations in the Leagues including the provisions necessary for proper match operations. The League Statutes consist of the Licensing Regulations (LO), the License Regulation for Players (LOS), the DFL Match Regulations ("*Spielordnung des DFL e.V.*"; SpOL) and the Regulations on the Exploitation of Commercial Rights ("*Ordnung für die Verwertung kommerzieller Rechte*"; OVR) as well as directives and rules of implementation.
 - b) Finance Regulation ("*Finanzordnung*")
 - c) Rules of Procedure ("*Geschäftsordnung*")
2. For sports jurisdiction the provisions of sections 38 to 44 of the DFB Statutes and the Legal and Procedural Regulations of DFB (RuV) including the DFB Anti-Doping Directives apply.
 3. Refereeing matters are determined by the DFB Refereeing Regulations.



4. The education, further education and training of coaches is regulated by the DFB Education and Training Regulations.
5. The statutes and regulations referred to in paragraphs one to four and the decisions made by the competent organs of DFL e.V. and DFB are binding for members of DFL e.V. and their members and players. In this respect the members guarantee such binding nature by adhering to their obligations, in particular in accordance with section 11 of the Statutes.
6. The Executive Committee of DFL e.V. can transfer tasks to DFL GmbH for independent and self-responsible execution in accordance with section 4 . The details are regulated by the Statutes and the Articles of Association.

Section 6 Relationship to DFB

1. The relationship between DFL e.V. and its members with DFB is determined by the relevant provisions of the Statutes and regulations of both associations and the Principle Agreement.
2. In addition to the tasks listed in section 4, DFL e.V. exercises the following rights in particular:
 - a) It is authorised to exploit marketing rights which result from the operation of the competition structures, i.e. Bundesliga and Bundesliga 2, exclusively in its own name. This also applies for the League Logo.
 - b) It has a right of proposal for the representation of DFB in the committees and commissions of UEFA and FIFA. DFB is bound by the relevant proposals if they exclusively or primarily pertain to the interests of professional football in the Leagues.
 - c) The creation of the general match calendar (section 48 No. 1 DFB Statutes) shall be carried out in agreement with DFB.

- d) DFL e.V. appoints members for the organs, legal organs, auditors, committees and commissions of DFB in accordance with chapter VII of the DFB Statutes.
 - e) It can appoint one member per organ of associations or foundations with legal responsibility which carry out social tasks provided that DFB itself has at least two rights of delegation.
3. DFL e.V. ensures compliance with the following obligations and safeguards in its Statutes, regulations and Articles of Association with DFL GmbH and by means of the conduct of its organs that they will be observed by its members and their individual members, players and team officials:
- a) DFL e.V. ideally and materially promotes such DFB measures, which serve to support youth football, amateur football, leisure and popular sports and promote volunteering.
 - b) DFL e.V. warrants that sufficient promotion and relegation will take place between Bundesliga and Bundesliga 2 as well as between Bundesliga 2 and the next lower league(s).
 - c) DFL e.V. is obliged to release its members' players at the request of DFB and guarantees in the License Agreements and the League Statutes that its members at the request of DFB comply with the requirement to constitute the German national football team and other national teams under the responsibility of DFB.
 - d) DFL e.V. is obliged to participate in the development, support and promotion of football as a whole in the Federal Republic of Germany, in particular the promotion of youth football players and to contribute to assist to the financing of the German Football Federation by means of financial contributions originating from the match operations of professional football in the Leagues.
 - e) DFL e.V. obliges its members to take part in the competition for the DFB Cup ("*DFB-Vereinspokal*").
 - f) DFL e.V. ensures that the football coach license issued by DFB is a requirement for employment in the Leagues and that international agreements concerning coaching licenses are also recognised in this context.



- g) DFL e.V. grants the President of DFB or one of his authorised representatives the right to participate in sessions of the organs, committees or commissions of DFL e.V. without a voting right.
 - h) DFL e.V. expressly recognises the duties agreed with DFB in section 10 of the Principle Agreement to protect amateur football.
 - i) DFL e.V. supports the social responsibility also by releasing players of its members without remuneration for a charity match which can also be organized by other bodies every two years.
4. The arrangement of the rights and duties are regulated in the League Statutes, regulations and in the Principle Agreement.

II. Membership of DFL e.V.

Section 7 Members

The members of DFL e.V. are the Licensed Associations and Corporations of the Leagues Bundesliga and Bundesliga 2 as ordinary members.

Section 8 Acquisition and end of membership

1. Associations of the Leagues and Corporations into which the license player departments and/or further business units have been outsourced acquire membership of DFL e.V. upon the DFL e.V.'s granting of the license applied for.
2. An Association can only acquire a license for the Leagues and therefore membership of DFL e.V. if it is legally independent, i.e. no legal entity can exercise a legally dominant or co-dominant influence over it, if it has its own football department and if it is qualified in sport terms to participate in a League.



Exceptions to the requirement for legal independence may only be approved if the relevant legal entity has provided continuous and substantial support for the football department of the Association for more than 20 years. The Executive Committee of DFL e.V. decides on the approval of exceptions. The approval presupposes that the relevant legal entity will continue to support amateur football in future to the same extent as it has before.

3. A Corporation can only acquire a license for the Leagues and therefore membership of DFL e.V. if an association has a majority share in the Corporation, has its own football department and has qualified to participate in a League at the time in which the Corporation applies for a license for the first time. The association ("Parent Association", "*Mutterverein*") must be legally independent within the meaning of section 8 No. 2.

The Parent Association is deemed to have a majority share in the corporation ("Corporation") if it has over 50% of the votes plus at least another share of votes in the assembly of the shareholders. In the case of partnerships limited by shares ("*Kommanditgesellschaften auf Aktien*") the Parent Association or a subsidiary over which the Parent Association exercises a 100% controlling influence must have the position of the general partner ("*Komplementär*"). In this case, a share of the votes of the Parent Association that amounts to less than 50% shall suffice, provided that it is guaranteed by other means that it has a comparable position to that of a shareholder with a majority share in the Corporation. This requires in particular that the general partner's authority of representation and executive powers, as stipulated by law, is unrestricted.

Licensed Associations and Corporations may neither directly nor indirectly invest in other Corporations that are part of the Leagues; this applies accordingly for the members of organs of the Corporations and the Licensed Associations with the exception of the respective Parent Association. Investment by its Parent Association in other Corporations is also deemed to be indirect investment of the Corporation.

Licensed Associations and Corporations (Licensees, "*Lizenznehmer*"), who transfer the marketing function to another company (Marketing Company, "*Vermarktungsgesellschaft*"), must then have a majority share in this Marketing Company if that Marketing Company concludes contracts concerning the marketing on the part of the Licensee in their own name or in the name of the Licensee. This shall not apply if it results from the contractual agreement



between the Licensee and the Marketing Company that the Licensee has to approve in advance the respective conclusion of contracts in the area of advertising, in particular sponsoring, television, radio and online rights as well as the granting of usage rights. In the case of Corporations in the Leagues a majority shareholding in the Marketing Company held by the Parent Association shall also suffice.

The Executive Committee of DFL e.V. decides upon exceptions to the requirement for the Parent Association to hold a majority shareholding only in cases where another legal entity has provided uninterrupted and substantial support for the Parent Association's football department for over 20 years.

This requires that the relevant legal entity shall continue to support amateur football to the same extent as it has before and does not resell shares in the Corporation or only retransfers ownership to the Parent Association free of charge. In the case of shares being resold contrary to the statutory ban or in case of the refusal to retransfer the shares to the Parent Association free of charge, this shall lead to the withdrawal of the Corporation's license.

The Parent Association and the Corporation cannot both hold a license at the same time.

4. The Associations and Corporations of the Leagues shall be granted the licenses by means of an agreement with DFL e.V. The agreement regulates the admission, binding subjection to the relevant provisions of the Statutes of DFL e.V. and DFB, the regulations of both Associations and the decisions made by its competent organs. The League Statutes regulate the details of the granting of licenses.
5. The membership expires
 - a) upon expiry of the year for which the license has been issued,
 - b) upon dissolution of the Bundesliga or Bundesliga 2,
 - c) by means of withdrawal of the license,
 - d) upon resignation by returning the license.



The League Statutes regulate the conditions for extinction, withdrawal or return of the license and the legal consequences thereof.

Resignation from DFL e.V. by means of returning the license can only be carried out after the end of a season.

6. No one is permitted to directly or indirectly hold a share of 10% or more of the voting rights or capital of more than one Corporation of the Leagues. Irrespective of the share amount no one may directly or indirectly hold a share of capital or voting rights in more than three Corporations of the Leagues. The restrictions in accordance with sentence 1 and 2 do not apply for holdings that were acquired prior to 4 March 2015.

The Corporations of the Leagues are obliged within the framework of what is legally possible and reasonable to work towards compliance with the above restriction by means of appropriate measures. A Corporation which cannot influence the composition of a group of shareholders, such as in the case of a stock exchange listing, is only responsible for violations made by its shareholders against the limitation on multiple ownership if it actively and culpably contributed towards the violation. The Licensing Regulation regulates the details.

An indirect holding in accordance with para. 1 exists if a party is able to exercise controlling influence (within the meaning of section 17 AktG (German Stock Corporations Act)) on the direct shareholder or the direct shareholder holds the holding for the account of another party. The holding of the direct shareholder will be fully attributed to the indirect shareholder in this case.

Section 9 Honorary President and Honorary Members

1. At the request of the Executive Committee, the Members Assembly may appoint individuals who have made a particular contribution to football as Honorary Presidents or Honorary Members.
Honorary Presidents belong to the Executive Committee, Honorary Members belong to the Members Assembly with an advisory capacity.



2. The presentation of awards to individuals and members who have earned special merits for football will be decided upon by the Executive Committee, which adopts guidelines in this regard.

Section 10

Members rights

1. By means of their license, the Associations and Corporations obtain permission to use the competition structure of the Bundesliga or Bundesliga 2 respectively in accordance with the League Statutes.
2. The members are entitled to participate in the sessions of the Members Assembly by means of their representatives, to bring motions proposed for resolution and to participate in the adoption of resolutions.

Section 11

Duties of the members

The members are obliged

- a) to comply with the Statutes and the binding provisions of the League Statutes, the regulations and decisions and/or resolutions of the competent bodies of DFL e.V. and DFB,
- b) to adopt accordingly the duties applicable to them as members in their statutes or in their articles of association respectively and to ensure that they themselves and their individual members as well as the organs and employees, players and technical staff for the teams subject themselves to the relevant provisions of the Statutes of DFL e.V. and DFB and to the regulations of both associations as well as the League Statutes and the decisions and resolutions of the competent committees,
- c) to transfer their own federative power of sanction and the federative power of sanction conferred by their individual members to DFL e.V. and respectively to DFB to be exercised by its legal organs within the limits of its jurisdiction; lit. b) applies accordingly,



- d) to submit disputes that arise from the membership of DFL e.V. or from DFB responsibilities to the competent organs of DFL e.V. and DFB,
- e) to seize a neutral arbitral tribunal (section 13), without recourse to the ordinary courts of law, upon exhaustion of the proceedings before DFB and DFL e.V. respectively,
- f) to submit their own complaint and complaints from individual members against foreign associations and clubs to DFL e.V.,
- g) to conduct correspondence with DFB, FIFA, UEFA and their member associations concerning fundamental issues via DFL e.V.,
- h) on the national level to participate in championship matches of the Leagues, in competitions for the League Cup ("*Liga-Pokal*") and the DFB Cup as well as other competitions organised by DFL e.V.,
- i) on the international level to participate in the competitions that are recognised by UEFA,
- j) to observe the doping ban and implement such ban in accordance with the provisions adopted by DFB,
- k) to ideally and materially promote special DFB activities, which benefit football as a whole as a result of social and socio-political responsibility. This applies in particular to the support of youth football, amateur football, leisure and popular sport and the promotion of volunteering,
- l) to promote the continued development of DFL e.V. to a service company of the members of DFL e.V. by means of information exchange,
- m) to implement the contracts concluded by DFL e.V. and DFL GmbH in accordance with the Statutes.



Section 12

Names of the members

1. The members of DFL e.V. are pillars of football. The names of the clubs must correspond to this meaning.
2. Changes, additions or revision of clubs' names and clubs' identification for the purpose of marketing are not permitted.
3. Violations shall lead to the club's exclusion from DFL e.V.
4. The provisions of No. 1 to No. 3 apply for the Corporations of the Leagues accordingly. The name of the Corporation must contain the name of the Parent Club.

III.

Arbitral jurisdiction

Section 13

Arbitral tribunal

Disputes between DFL e.V. and the members of DFL e.V. which result from the membership relationship or particular responsibilities shall be decided on by a neutral Permanent Arbitral Tribunal upon exhaustion of the internal proceedings without recourse to ordinary courts of law. The Parties conclude corresponding arbitration agreements.

IV.

Finances

Section 14

Financing, financial year, auditors

1. DFL e.V. meets its expenditures essentially by means of contributions, match duties and fees from its members, which are determined by the Executive Committee.



2. Insofar as this income does not suffice to meet expenditures, levies may be collected from members by means of a resolution of the Members Assembly.
3. Contractual provisions will be agreed upon concerning the economic and financial relationships between DFL e.V. and DFB as well as DFL e.V. and DFL GmbH.
4. The financial year starts on 01/07 and ends on 30/06 of the following year.
5. The annual accounts of DFL e.V. are audited by an auditor. This auditor is appointed by the Members Assembly at the proposal of the Executive Committee for a maximum of three years.

V.
Organs of DFL e.V.

Section 15
Organs

1. The organs of DFL e.V. are
 - a) the Executive Committee
 - b) the Members Assembly
 - c) the Licensing Committee.
2. Members may only be represented in the Members Assembly by individuals who are members of the managing executive board, the supervisory board or the management board (including authorised representatives) of a member.



Section 16

Composition and election of the Executive Committee

1. The Executive Committee is the legal representative of DFL e.V. within the meaning of section 26 BGB (German Civil Code). It is comprised of seven members elected in accordance with No. 3 and No. 4 as well as of the members of the Management Board of DFL GmbH.

The Speaker of the Executive Committee is the CEO of DFL GmbH. The Deputy Speakers are the three members elected in accordance with No. 3.

Two members of the Executive Committee, including the Speaker or one of the Deputy Speakers, jointly represent DFL e.V. In principle, the Speaker and a Deputy Speaker jointly represent DFL e.V. internally, in the event of the Speaker being unable to attend two of the Deputy Speakers represent DFL e.V. jointly. Only in the event of the Speaker and two Deputy Speakers being unable to attend shall another member of the Executive Committee be authorised to represent the DFL e.V. internally.

The Executive Committee represents DFL e.V. in the meeting of shareholders of DFL GmbH. The members of the Management Board of DFL GmbH are excluded from representing DFL e.V. in the DFL GmbH shareholders meeting.

2. Seven members of the Executive Committee are elected for a term of three years.
3. The Members Assembly elects the First Deputy Speaker, who in accordance with section 19 No. 4 assumes the position of Chair of the Supervisory Board of DFL GmbH, and the Second Deputy Speaker, who in accordance with section 19 No. 4 assumes the position of Deputy Chair of the Supervisory Board of DFL GmbH. The Members Assembly also elects the Third Deputy Speaker, for which the Partial Assembly of Bundesliga 2 has the first right of proposal.
4. The Partial Assembly of Bundesliga and that of Bundesliga 2 both elect two members of the Executive Committee.

5. The members of the Management Board of DFL GmbH are members of the Executive Committee of DFL e.V. for the duration of their office. In this respect the CEO and the Deputy CEO of DFL GmbH are members with voting rights. If the Management Board of DFL GmbH only has one member, the Supervisory Board of DFL GmbH shall determine a proxy of DFL GmbH as the second member of the Management Board with a voting right within the meaning of the present Statutes.
6. The Executive Committee remains in office until the election of the next Executive Committee in accordance with the Statutes.
7. An elected member of the Executive Committee leaves the Executive Committee and his remaining offices – such as for example member of the Licensing Committee or of the Supervisory Board of DFL GmbH – if the member of DFL e.V. which he relates to leaves the Leagues.

In the event of promotion or relegation of a member of DFL e.V. within the Leagues the member of the Executive Committee relating to it shall remain in office in accordance with No. 4 unless the assembly who has elected him decides on his leaving. This shall also apply if a member of the Executive Committee elected in accordance with No. 3 or No. 4 starts a new professional or advisory activity.

After a member's leaving the Executive Committee due to relegation from the Leagues a new election in accordance with No. 3 or No. 4 or a new appointment in accordance with section 19 No. 4 shall take place at the next Partial Assembly or Members Assembly. After a member's leaving the Executive Committee as a result of a resolution of the competent assembly in accordance with the preceding paragraph a new election shall take place at the same Partial Assembly or Members Assembly in accordance with No. 3 or 4.

The new member of the Executive Committee shall be elected for the remaining term in office of the leaving member until the regularly scheduled reelection at the General Assembly. In the event of a member of the Executive Committee leaving immediately, section 17 No. 5 shall apply. The new member of the Executive Committee shall also assume the office of the leaving member as a



member of the Supervisory Board of DFL GmbH insofar as other provisions of the Statutes do not stipulate otherwise.

8. The elected members of the Executive Committee in principle work on a voluntary basis as Executive Committee members. They have a right for reimbursement of their expenses and for the granting of an appropriate allowance in accordance with the provisions of the Finance Regulation.
9. The members of the Executive Committee may not be members of the legal organs of DFB nor members of the Permanent Arbitral Tribunals.

Section 17

Duties and power of representation of the Executive Committee

1. The Executive Committee is responsible for DFL e.V. commercial operations insofar as they are not the responsibility of the Members Assembly or the Licensing Committee or have been transferred to DFL GmbH on the basis of the Statutes and the Articles of Association.
2. The functions of the Executive Committee include in particular:
 - a) the implementation of resolutions of the Members Assembly,
 - b) the drafting of the budget plan, which is to be approved by the Members Assembly, and its implementation,
 - c) the granting of licenses to Associations and Corporations for participation in Leagues competitions, which are also the basis for participation in the international UEFA club competitions and the granting of licenses to players in accordance with the League Statutes,
 - d) the conclusion of contracts concerning the granting of rights relating to television and radio broadcast of matches of the Leagues, for all other image and sound carriers, future technical systems of any kind, in any programme and form of exploitation and concerning comparable marketing rights of considerable volume as well as informing the Members Assembly about the contract partners and the principal reasons for their selection, if the granting



of rights in the respective contract provides for financial consideration of more than 30 million euros per contractual year.

- e) the distribution of revenues from the media rights marketed by DFL e.V. in accordance with the Statutes and League Statutes,
 - f) the amendment of the License Agreement and arbitration agreement to be concluded with the Associations and Corporations as well as the players,
 - g) exercising the right of proposal for the representation of DFB in committees and commissions of UEFA and FIFA,
 - h) the participation in the composition of the Refereeing Committee and the jurisdictional institutions of DFB and the Committee for Security Matters and the Anti-Doping Commission,
 - i) appointing representatives to the organs, to the other committees and the DFB advisory board in accordance with chapter VII of the DFB Statutes,
 - j) engagement in collective bargaining and the conclusion of collective bargaining agreements and other social partnership agreements.
3. The Executive Committee can put into effect and invalidate provisions of the League Statutes, regulations and other resolutions of the Members Assembly which do not amend the Statutes in the event of urgency subject to approval by the next Members Assembly; resolutions made at the most recent session of the Members Assembly or at an extraordinary Members Assembly following that session however require a majority of three quarters of the votes.
4. The power of representation of the Executive Committee is restricted in terms of its effect on third parties (section 26 para. 1 sentence 3 BGB (German Civil Code)), the consent of the Members Assembly shall be required such that in order to purchase or sell, or for the encumbrance of and in respect of all other regulations with respect to properties and leasehold rights and taking out a loan of more than five million euros and in the event of fees of more than five million euros, insofar as such transaction is not included in the budget plan.



5. The Executive Committee is entitled to replace members of the Executive Committee, who leave during the term of their office, until the election of a new member of the Executive Committee.
6. The Speaker of the Executive Committee coordinates the work of the Executive Committee and externally represents the resolutions and decisions of the Executive Committee. The Speaker and the Deputy Speakers belong to the DFB Executive Committee as Vice President, the First Deputy Speaker as the First Vice president. The assignment of possible additional members to the DFB Executive Committee will be decided upon by the Executive Committee.

The three Deputy Speakers jointly have the right of pardon. Such a resolution is to be made by a unanimous vote. Pleas for pardon are permissible in the event of a federative sanction of DFL e.V. and in the event of a contract penalty issued by DFL GmbH. Prior to the decision, the chair of the legal organ having issued the final decision or the CEO of DFL GmbH, respectively, must be heard. There is no pardon in the event of minimum penalties.

Section 17 a **Convening and decision-making**

1. The Executive Committee shall meet when required, however at least four times a year. The meeting shall be led by the Speaker, in the event of him being unable to attend by the First Deputy Speaker. The Executive Committee is quorate if more than half of the members are present. A member of the Executive Committee that is unable to attend can be represented by another member of the Executive Committee in the event of a vote.
2. Resolutions can also, if no more than two members of the Executive Committee contest it, be adopted by means of a written circulation procedure or within a telephone or video conference. No. 1 sentence 3 applies accordingly to the quorum.
3. The Executive Committee passes resolutions with simple voting majority; with respect to the opening and the conclusion of collective bargaining agreements



and other social partnership agreements a unanimous vote is required. In the event of a tied vote the First Deputy Speaker shall have the casting vote.

4. Members of the Management Board of DFL GmbH do not participate in the decision-making which directly impacts DFL GmbH.

Section 18 Licensing Committee

1. The Licensing Committee is comprised of six members, who are not allowed to belong to the Supervisory Board or the Management Board of DFL GmbH. The auditor of DFL e.V. is a substitute member.
2. The members of the Licensing Committee shall be elected for an office of three years at the General Assembly:

The Members Assembly elects the Chair and the Deputy Chair of the Licensing Committee.

The Partial Assembly of the Bundesliga and the Partial Assembly of the Bundesliga 2 elect two members each.

3. The Licensing Committee may convene under the direction of the Chair when required. The Licensing Committee is quorate if at least four members including the Chair or his deputy are in attendance. If only three members are in attendance, the substitute member shall participate in order to ensure that the quorum is satisfied. The Licensing Committee can obtain the opinions of external experts at any time and take these into account in its decision-making process.
4. Members of the Licensing Committee who have a direct interest in a specific licensing decision or who have conflicts of interest shall not participate in the consultation process and in the passing of a resolution. The details are regulated by the Licensing Regulations.
5. Resolutions may also be passed by means of a written circulation procedure if no more than one Committee member contests it. The Licensing Committee decides with simple voting majority. In the event of an equal number of votes



the Chair shall have the casting vote, in the event of him being unable to attend, his Deputy shall have the casting vote.

6. The provisions of section 16 No. 7 apply accordingly.

Section 18 a Responsibility, functions

The Licensing Committee renders the final decisions in the licensing process in accordance with the League Statutes, in particular the Licensing Regulations.

Section 19 Management Board

1. DFL e.V. has established DFL GmbH, which has been entrusted with the responsibilities of general management, insofar as these do not remain reserved to the Members Assembly, the Executive Committee or the Licensing Committee in accordance with these Statutes.
2. General management by DFL GmbH includes in particular:
 - responsible management of match operations of the Leagues and fulfilment of the tasks associated therewith,
 - holding DFL e.V. competitions,
 - exclusive marketing of the rights resulting from the competition structures of Bundesliga and Bundesliga 2 transferred to it by DFB for use, including their judicial enforcement,
 - continued development of DFL GmbH to a service company of the members of DFL e.V.

Contracts concerning the granting of rights for matches of the Leagues concerning television and radio broadcasts, all other image and sound media carriers, future technical systems of any kind, in any programme and form of use and with comparable marketing rights shall be negotiated by DFL GmbH with



contractual partners to be selected by DFL GmbH and then concluded by the Executive Committee of DFL e.V.

3. The CEO belongs to the DFB Executive Committee as Vice President (section 33 para. 1 c) of DFB Statutes).
4. DFL GmbH has a Supervisory Board, which comprises the First and Second Deputy Speakers and four additional members. Out of these four members, the Partial Assembly of Bundesliga and that of Bundesliga 2 shall appoint a member each, the Members Assembly shall appoint two members. The appointment of members of the Executive Committee is excluded for this group of four members. The First Deputy Speaker is also the Chair of the Supervisory Board of DFL GmbH, the Second Deputy Speaker is also the Deputy Chair of the Supervisory Board.
5. The details shall be regulated by the Statutes of DFL GmbH.

Section 20

Sport jurisdiction

The sport jurisdiction of DFL e.V. is a duty of the legal bodies of DFB in collaboration with the DFB Control Committee in accordance with sections 4 j), 16 a) para. 1 No. 1, 38-44 and 50 of the DFB Statutes in connection with the provisions of the Legal and Procedural Regulations and the Anti-Doping Directives of DFB.

Section 21

Refereeing matters

With respect to refereeing matters DFL e.V. makes use of the DFB Refereeing Committee in accordance with sections 16 a) para. 1 No. 1 and 51 of the DFB Statutes shall apply. The provisions of the DFB Referee Regulations apply.



Section 22

Convocation of the Members Assembly

1. The Members Assembly can be held as a General Assembly, as an ordinary or as an extraordinary Members Assembly.
2. The General Assembly takes place in every third calendar year. The notice of convocation of the Executive Committee shall be in writing in adherence of a convocation period of six weeks and at the same time shall be accompanied by the notification of the agenda including the items of the resolutions to be adopted.
3. An ordinary Members Assembly shall be held at least twice a year, one of which in the last three months of the calendar year. No. 2 sentence 2 applies accordingly provided that the deadline shall be four weeks.
4. An extraordinary Members Assembly can be convened by the Executive Committee in the interests of DFL e.V. for exceptional reasons. The notice of convocation shall be in writing in adherence of a convocation period of at least one week and at the same time shall be accompanied by notification of the agenda including the items of the resolutions to be adopted.

The Executive Committee is obliged to convene if at least ten of the members of DFL e.V. have made motions to convene an extraordinary Members Assembly. An extraordinary Members Assembly requested as such must take place no later than four weeks after submission of the motions. The notice of convocation shall be in writing in adherence of a period of at least two weeks and at the same time shall be accompanied by a notification of the agenda including the items of the resolutions to be adopted.

Agenda items for an extraordinary Members Assembly can only be those that have led to the convening of the meeting. Other agenda points may only be dealt with if they qualify as emergency motions (section 29 No. 5).

5. The Members Assembly will be directed by the Speaker of the Executive Committee, in the event of him being unable to attend it will be led by the First Deputy Speaker of the Executive Committee.



Section 23

Composition of the Members Assembly

1. The Members Assembly is composed of one representative of each of the Licensed Associations and Corporations of the Leagues Bundesliga and Bundesliga 2 who is entitled to vote. The Executive Committee of DFL e.V., the DFB President, Honorary Presidents and Honorary Members have the right to take part in the Members Assembly without voting rights.
2. Each member has a vote. Transferal of voting rights is not permitted.

Section 24

Costs

The costs of the organisation and implementation of the Members Assembly shall be borne by DFL e.V.

Section 25

Functions of the members assembly

1. The Members Assembly is the highest organ of DFL e.V. It is responsible for passing resolutions in all matters assigned to it by means of the Statutes.
2. Resolutions to be passed by the Members Assembly include in particular the following:
 - a) the election of three members of the Executive Committee in accordance with section 16 No. 3 and the appointment of two members of the Supervisory Board of DFL GmbH in accordance with section 19 No. 4,
 - b) the discharging of the Executive Committee and the Licensing Committee,
 - c) the appointment of the auditor of DFL e.V.,
 - d) the approval of the budget plan,
 - e) the imposition of levies from members,

- f) the Statutes, the League Statutes (with the exception of the rules of implementation), regulations in accordance with section 5 No. 1 and their annexes,
 - g) Contracts concerning the granting of rights relating to television and radio broadcast of matches of the Leagues, for all other image and sound storage mediums, future technical systems of any kind, in any programme and form and using comparable marketing rights, insofar as the granting of rights in the relevant contract is provided for a consideration of more than 100 million euros in such a way that the Members Assembly can oppose such contracts; the adoption of the corresponding resolution requires a two-thirds majority of the validly submitted votes in deviation from section 27 No. 2;
 - h) the approval of the conclusion of collective bargaining agreements and other social partnership agreements,
 - i) the introduction of additional competitions managed by DFL e.V.,
 - j) the exclusion of a member due to gross and repeated violations of the principles of the written and unwritten sport laws,
 - k) dealing with motions,
 - l) the appointment of honorary presidents and honorary members,
 - m) the termination of the Principle Agreement with DFB,
 - n) the decision about the usage of existing assets in the event of a regression of law in accordance with section 9 para. 2 of the DFB Statutes,
 - o) the dissolution of DFL e.V.
3. Resolutions of the Members Assembly are recorded in minutes that are to be signed by the Speaker of the Executive Committee or the chair of the meeting and the minute keeper.
4. Resolutions pursuant to No. 2 g) may also be passed by means of a written circulation procedure in the event of urgent necessity.



Section 26

Agenda

Each invitation to a Members Assembly must have an agenda including the items of the resolutions to be adopted attached to it. Motions for the agenda are to be submitted within the deadlines in accordance with section 29.

Section 27

Voting rules

1. Each ordinarily convened Members Assembly is quorate if at least half of the members of DFL e.V. are in attendance at the determination of those entitled to vote.
2. In order to effectively pass a resolution the simple majority of the validly submitted votes shall suffice. Abstentions from voting shall not be counted.
3. In order to pass resolutions concerning the Statutes, the Licensing Regulations of the League Statutes and their amendments, a two-thirds majority of the validly submitted votes shall be required.
4. In order to terminate the Principle Agreement with DFB a three-quarter majority of all members of DFL e.V. shall be required.
5. In order to amend the purpose of DFL e.V. (section 4) and to conclude collective bargaining agreements and other social partnership agreements, the approval of all members shall be required.
6. In the event of a resolution concerning matters, for which a qualified majority is required, invalid ballots shall be deemed to be submitted votes.

Section 28

Elections

1. Elections are in principle confidential. If there is only one nomination the election can be made by acclamation or by an open vote. A member may not nominate several candidates attributable to itself for election to the same organ. If several

candidates who are attributable to the same member of DFL e.V. are nominated for election to the same body, the candidate who was nominated by the member of DFL e.V. to which the candidate is attributable is allowed to stand. Several candidates attributable to one member of DFL e.V. can be nominated for election to different bodies of DFL e.V.

2. If the Members Assembly or the Partial Assembly of Bundesliga and the Partial Assembly of Bundesliga 2 nominate or appoint two members of the Executive Committee or the Supervisory Board of DFL GmbH they shall be elected by a collective election. In the event of a collective election each member can submit one vote for each candidate, in total a maximum of the same number of votes as the number of offices. The Deputy Speakers shall be elected by single election. A candidate for appointment to the Supervisory Board of DFL GmbH shall withdraw from the group of candidates to be appointed to the Supervisory Board of DFL GmbH upon the election of a candidate, who is attributable to the same member of DFL e.V., to the Executive Committee of DFL e.V.
3. In the event of a single election an absolute majority of the validly submitted votes is required in the first round of election.

If none of the nominees received absolute majority in the first round of election a run-off election shall be held in the second round of election between those two nominated who received the most votes in the first round of election. If several candidates have received the same number of votes and more than the remaining candidates then the run-off election will be held between them.

In the event of a collective election the two candidates having received most votes shall be elected. If necessary, a run-off election shall be held between the candidates who obtained the same number of votes.

4. In the event of a run-off election the simple majority shall decide.



Section 29

Motions

1. Motions to the Members Assembly may only be submitted by DFL e.V. organs and its members as well as by DFL GmbH.
2. Motions to add matters to the agenda including associated motions and motions on the existing agenda of a General Assembly are to be submitted to the Executive Committee no later than three weeks, nominations for election no later than four weeks prior to the Members Assembly, and are to be communicated to the members immediately.
3. Insofar as the Members Assembly is held as an ordinary Members Assembly, No. 2 applies provided that the periods shall be two weeks each; an exception applies for motions to change the Statutes, for which a period of three weeks shall apply in accordance with No. 2.
4. Motions to an extraordinary Members Assembly are to be communicated to the members with the convocation.
5. Motions submitted later may, insofar as they are not motions to amend or supplement existing motions, only be treated for consultation and voting as emergency motions with a two-thirds majority.

Motions to amend the Statutes may not be treated as emergency motions.

Section 30

Public

Members Assemblies are in principle not open to the public. The public can be admitted by means of a resolution of a Members Assembly. The Executive Committee decides on the admission of the public in the case of a Members Assembly held as a General Assembly.



Section 31

Partial Assemblies; Functions

1. The clubs of Bundesliga form the Partial Assembly of Bundesliga. Each member of the Partial Assembly has one vote. Transferal of voting rights is not permitted.
2. The clubs of Bundesliga 2 form the Partial Assembly Bundesliga 2. Each member of the Partial Assembly has one vote. Transferal of voting rights is not permitted.
3. Each member of the DFL e.V. Executive Committee has the right to participate in each Partial Assembly without a voting right.
4. The Partial Assembly of Bundesliga and the Partial Assembly of Bundesliga 2 fulfil the functions that have been expressly assigned to them by these Statutes. Their functions include:
 - a) the election of two members each of the Executive Committee of DFL e.V. in accordance with section 16 No. 4,
 - b) the election of two members each of the Licensing Committee in accordance with section 18 No. 2,
 - c) the appointment of one member each of the Supervisory Board of DFL GmbH in accordance with section 19 No. 4.

The elections or appointments by the Partial Assembly shall take place at the Members Assembly held as a General Assembly. New elections pursuant to section 16 No. 4 or new appointments pursuant to section 19 No. 4 by the Partial Assembly following a member of an organ leaving shall take place at the subsequent Partial Assembly, which can also be held at a Members Assembly. The provisions applicable to elections at the Members Assembly shall apply.

5. Besides, the Partial Assemblies serve to provide a forum of information, consultation and discussion and opinion forming for the respective clubs, in particular, but not only, with respect to such matters that exclusively concern or significantly predominate for just one League or affect both Leagues in



remarkably different ways. Any resolutions of a Partial Assembly are not binding for the organs of DFL e.V. and their members.

6. The Partial Assemblies shall be held at least two times a year separately from each other. The notice of convocation of a Partial Assembly of the Executive Committee shall be in writing in adherence of a convocation period of two weeks and at the same time shall be accompanied by the notification of the agenda.
7. The Partial Assembly of Bundesliga shall be directed by the First Deputy Speaker, the Partial Assembly of Bundesliga 2 by the Third Deputy Speaker.

Section 32 **Entry into force**

The above version of the Statutes shall enter into force upon registration in the register of associations.

Amendments to the Statutes which result in connection with the registration can be decided upon by the Executive Committee.