

## Official Minutes of the ESU General Meeting 13-09-2019 LUXEMBURG

Start : 17.00 p.m. End : 18:30 p.m.



1.) Welcome and Opening by the 1st Chairman of ESU, Patrick Gil. As according to our articles of association the required number of members (50% of members entitled to vote) were not present, the meeting started after a waiting time of 30 minutes. The 1st chairman welcomed everybody to this general Meeting.

2.) Confirmation of quorum and the number of members entitled to vote.  
Patrick Gil announced the quorum of the assembly. The total of attendees were 57, of whom 35 members were entitled to vote. The quorum was thus given.

3.) Approval of the agenda and/or agenda items modified (Attachment 1)  
According to 9.3 of our statute, the Invitation to the members and the agenda were published at least 30 days prior to the meeting, in the June edition of the ESU Magazine 2-2019 and on the homepage of the ESU website. The members approved the agenda, without any changes, unanimously.

4.) Election of the voting committee  
Mr. Bender, Mr Butenuth and mister Mr. Weishaupt were proposed and unanimously elected.

5.) Approval of the Minutes of the last Meeting in Lyon  
The minutes of the last meeting in Lyon have been published in the ESU-magazine, edition 3-2018 and on the website of the ESU. The meeting was thus convened according to the statutes. The members in the meeting have approved the Minutes unanimously, without any changes.

6.) Executive Committee progress report, by 1st Chairman Patrick Gil (Attachment 2)

### 7.) Regional Reports

- Germany : by mister Marco Klaus (Attachment 3)
- France : by mister Fabien Seguinet (Attachment 4)
- Italy : by mister Marion Sanges (Attachment 5)
- Switzerland : Mister Rolf Styner was absent so the report was not presented verbally (Attachment 6)

### 8.) Financial Report ESU 2018 and Budget Plan 2019/2020

The Financial report and the budget plan were presented by the ESU treasurer mister Marcel Tigchelaar. There were no questions or remarks from the members about the report nor about the budget plan. After voting, the Report and the budget were unanimously approved by the members. (Attachment 7)

### 9.) Cash Audit Report

The Cash Audit report was presented by Mr. Hendrik Berger. (Attachment 8)

### 10.1.) Discussion and approval of the reports

By voting the report were unanimously approved by the members.

### 10.2.) Discharge of the Board

The discharge of the Board was unanimously approved by the members

### 11.) Election of the board ( Re-election is possible)

\* 1st Chairman

\* 2nd Chairman

\* 3rd Chairman

Members were asked if there are any volunteers for the vacant position. No one stepped forward as volunteer for any of the vacant positions.

#### Election of the 1st Chairman

Mr Butenuth asked Mr Patrik Gil, whether he was willing to be candidate for the office of the 1st Chairman again. Mr Gill agreed. In the elections that followed Mr Gil was unanimously elected 1st Chairman for 2 more years. Mr Gil was asked if he accepted the election. Mr Gil thanked for his election and accepted the election.

#### Election of the 2nd Chairman

For the office of the 2nd Chairman Mr Martin Rönngard was willing to be candidate again. Mr Rönngard was unanimously elected for 2 more years. Mr Rönngard was asked if he accepted the election. Mr Rönngard thanked for his election and accepted the election.

#### Election of the 3rd Chairman

The by the board proposed candidate, mister Frédéric Ohmes von Mertens was accepted unanimously by the

voting members and will accept his position on the Board for a period of 2 years. Mr Ohmes von Mertens was asked if he accepted the election. Mr Ohmes von Mertens thanked for his election and accepted the election.

#### 12.) Election of 2 Cash Auditors

Mr. Holger Sangl and Mr. Dietmar Gehrs were available for the two offices of cash auditors. The members were asked whether they elected Mr. Sangl as auditor. Mr. Sangl was elected unanimously. Mr Sangl was asked if he accepted the election. Mr Sangl accepted the election.

Then the members were asked whether you elected Mr. Gehrs as auditor. Mr. Gehrs was also elected unanimously. Mr Gehrs was asked if he accepted the election. Mr Gehrs accepted the election.

#### 13.) Amount of membership fees 2020

As the financial situation of the ESU is positive and also the budget shows positive results, the 1st Chairman announced that an increase of membership feest will not be brought to voting. The Fees will remain as they are for the coming year.

#### 14.) Amendments of the ESU-Rules: Relocation of the seat of the association

The relocation of the seat of the association to Meerbusch has been approved unanimously by the voting members.

#### 15.) Approval of the date and place for next General meeting 2020

From the members two suggestions were made: Hamburg and Amsterdam. By voting, the decision was taken for the next General Meeting to be held in Amsterdam. 6 Members voted for Hamburg, against 29 members for Amsterdam. The exact date of this venue will be communicated to the members later this year by the board and the Office.

#### 16.) Approval of date and place for next Technology Forum 2021

As a suggestion from the members, Strassbourg was mentioned as an option for 2021. From the board the actual city Luxemburg was suggested. Since the time towards the next Technology Forum is rather limited and a lot of planning is involved ( checking availability of an exhibition center / cost involved in relation to the budgets etc), relocation of the Technology Forum already in 2021 might not be possible from an organisational point of view. Therefore the 1st Chairman mister Patrick Gil suggests that both options Strassbourg and Luxemburg will be thoroughly considered and investigated by the Office and the Board.

#### 17.) Miscellaneous

1st Chairman mister Patrick Gil asks all members to speak out if they have any suggestions for the ESU that may help the ESU to become better supporting organisation for its members. No comments or suggestions were given by the members.

Around 18:30 hours the 1st Chairman mister Patrick Gil thanks all members for their presence, invites to the Dinner and closes the meeting.

Patrik Gil  
1st Chairman

Marcel Tigcheelar  
Treasurer, acting for the secretary

This is a translation of the official minutes. The German protocol is the official protocol.

## Attachement1: Agenda

- 1) Opening and welcome
- 2) Confirmation of quorum and number of present members
- 3) Approval of the agenda and/or agenda items modified
- 4) Election of the Voting Committee
- 5) Approval of the minutes of last meeting in Lyon ( published in the ESU Magazine, edition 03-2018 and ESU Website)
- 6) Executive Committee progress report
- 7) Regional reports
  - Germany
  - France
  - Italy
  - Swiss
- 8) Financial report 2018 and budget plan 2019/2020
- 9) Cash audit report
- 10.1) Discussion and approval of the reports
- 10.2) Discharge of the Management Board
- 11) Election of the board (Re-election is possible)
  - 1.Chairman
  - 2.Chairman
  - 3.Chairman
- 12) Election of two cash auditors (Re-election is possible)
- 13) Amount of membership fees 2020
- 14) Amendments to the ESU-Rules: Relocation of the seat of the association
- 15) Approval of date and place for next General Meeting 2020
- 16) Approval of date and place for next Technology Forum 2021
- 17) Miscellaneous

Remark: Petitions on the general annual meeting and proposals for further agenda items shall be submitted to the Executive board in writing and well-founded at least 15 (in words: fifteen) days before the date of the general annual meeting (acc. to article § 9.4)

Meerbusch, 20.06.2019

Patrick Gil	Martin Rönngard	Marcel Tigchelaar	Jennifer Vossen
1.Chairman	2. Chairman	Treasurer	Secretary



## Executive Committee report

Dear Members,

I want to thank you for your participation in our General Meeting and welcome you to this new meeting format. We wanted it to be warmer, more friendly, but above all more open and – we hope – more interactive.

During our 2018/2019 General meeting in Lyon, I shared with you my impressions about the activity of our association. On this occasion, I compared the cruise ship in calm water on which we navigated with the activity of the Executive Board of the ESU : we work studiously, with serenity, but we surely move forward.

The exercise that ends now is proving to be the same for our association.

However, for our members, as for the entire industrial activity in Europe, the sea is much more agitated. In this last year, takeovers or participations - by European or non-European players - in companies of our sector have significantly increased. In addition to a tense international market, many of our members are facing an increased competition resulting from mergers and acquisitions and the arrival of new operators. The market is concentrating and slowly redrawing itself on a European and global scale, that's a fact.

As I have always done, I encourage you to get involved in these changes, by making the most of ESU in terms of networking, cooperation and experience exchanges, and finally be stronger to face these new global challenges. In this place, at this very moment, positive partnerships can be built between members, which will change their future strategy.

Strengthen your positions, densify your network - you can also do this by actively participating in ESU projects at a European level, or in local projects promoted by your national associations. The Editorial Board of the ESU Magazine is always looking for technical contributions (I would like to thank everyone already involved), and the ESUpedia working group is also looking for benevolent "companions in arms". Take advantage of these opportunities!

Back to the association's work:

The number of our members remains almost unchanged this year, with 126 members. Without wanting to anticipate Marcel's report, I can already tell you that - from a financial point of view - the difficult years are now behind us, since the Association produces a balanced result this year. This situation is the result of many changes in the office, but also savings in different areas, without affecting the level of our services.

This year, we have obviously focused on the organization of the Technology Forum. The consequences of the economic climate are felt here too, since we have a deficit of four exhibitors. We are, however, certain that this forum keeps its level of interest at least entire.

There may be some changes in the Executive Board today, especially with the candidacy of Mr. Frédéric Ohmes von Mertens as 3rd Vice President. Mr. Ohmes von Mertens is well known by our members for his work at Essmann + Schaefer, and definitely represents an enrichment for the Office with his enthusiasm, his knowledge of the market and his international experience. With the election of a new third vice-president, the Office would thus be complete again. I therefore suggest you to support the election of Mr. Ohmes von Mertens.

Thank you very much for your attention.

Patrick Gil  
1. Chairman



## **Annual Report FDS**

Dear members and colleagues,

at the last general meeting we pointed out the difficult economic situation in our industry . Unfortunately, the entire national and international environment has now become much more tense. However, this has had no effect on the number of our members; there were no new terminations for 2019. In Lyon we still had to announce that 6 members have not paid their fees for at least 2 years, but this year there are only 3. Altogether the FDS has 49 active members.

In Lyon, our members had agreed to a special budget to revise the sample terms and conditions. The project is now finished, the new terms and conditions were sent to our members by mail. Fortunately the costs were clearly below the approved budget.

Also approved in Lyon was the 2nd edition of the ESUpedia in the amount of 500 copies. The order was also executed in the board year 2018/2019, the current stock on 31.08.2019 amounted to 506 books.

A final appeal for the co-creation of ESUpedia. According to our article in ESU Magazine, there were national and international signals of support. We will now go to the compilation of the working groups. You should take this opportunity to network and exchange experiences with other members.

From various discussions with our members, we have gained the impression that the interest in the association's work is increasing a little again. So if you have further suggestions as to what the association can do in the interests of its members, please let us know.

Thank you very much for your attention.

Marco Klaus  
1st Chairman



## **Report AFF 2018/2019**

Dear colleagues, dear suppliers and dear competitors, who are also colleagues,

since September 2018 we've had good and not so good news.

Among the good news is that the overall growth of the French economy has allowed us to keep the sales volume of tools at an acceptable level.

Among the not so good ones is the fact that price levels has not gone up, quite the opposite.

Let's get back to the good news: only one cutting die manufacturer in France has given up. This is really good news, even if some would wish for more!

What's also worth taking note: we had great difficulties to mobilise the association members in France.

Among the good news, however, we welcome the large group of French diemakers, whose ranks are well filled for this event, as we have rarely seen before.

It is this contradictory overall picture, which is nevertheless predominantly positive, that should lead us to redefine the mission of our French association more clearly and anew.

It is a meeting place, which is paradoxical for a professional sector with so few players.

It is a source of general, regulatory or economic information.

It is the indispensable regional level within the European association that organises this Technology Forum.

Due to its transnational nature, only the European organisation can be a qualified contact for addressing technical and pricing problems with the associations in which our customers are grouped.

I would like to take this opportunity to thank the organisers and the ESU itself for making this meeting so informative and entertaining.

## Report ESU-EDA Italy



Dear colleagues,

I am honored to be here as president representing the Italian die-making association, and with peers from other European countries, in such an important event as the Technology Forum. In fact, every two years it allows us to present our members with the best of our industry. But first of all, please let me convey you the warmest greetings from our Italian members.

Esu Eda Italy is still a small association and, as you all know, our business is not a world of large numbers. We have 10 die-makers with us, between founders and ordinary members, 3 supporting members and 1 honorary member.

In general, the market situation has slowly stabilized, there are no major changes and we have recovered normal working conditions. Critical points remain those characteristic of our sector: tight margins and delivery times that have become shorter and shorter.

We are not particularly worried: these are facts common to many of the companies attending this meeting. They are simply signs of an evolving market which nonetheless encourage us to pay a greater attention.

There are no situations that recur over time. If in the past few years we could trust a certain cyclic nature of the market that allowed us to schedule work and staff holidays in certain slow work periods, today those rules are no longer valid, we must do evaluations in the continuum because the market moves in unpredictable ways, consequently flexibility is mandatory.

The role of the association is to keep alive a profitable discussion among its members, collect data from the market and deliver new ideas and inspire his members. The Technology Forum is a chance to meet and appreciate the best of technology and we are grateful to Esu Europe for its commitment in organizing this event. Next year we will have another important meeting at Drupa 2020 and that great international showcase will certainly bring us great innovations, too.

Esu-Eda Italy is closely monitoring the development of Bobst certification project, which has been gaining momentum in various meetings with Italian die-makers for some time. In our annual meetings we are insisting that education and training of operators in our sector is fundamental, together with the relationships we build with other associations of related sectors both in Italy and abroad. Our commitment in this regard is maximum.

From my side, I am convinced that this represents our future, and that to become stronger, we need to collaborate and share information, while maintaining our own special characteristics.

A special thank to all Italian members present as exhibitors or just as visitors.

Thanks for your attention and I wish you all the best for your work.

Mario Sanges  
President of ESU-EDA ITALY

Attachement 6

## **Annual report of the Swiss cutting-die manufacturers**



As every year, our association carried out its AGM over an evening meal.

The main subjects discussed were:

- The closure of production at Marbach Stanzformtechnik AG in Sempach.
- Activities planned for 2020.

Roger Styner  
1<sup>st</sup> chairman



## **Financial plan 2018/2019**



### Membership fees

In total, the ESU and the national associations have 126 members, of whom 6 have not paid their membership fee yet. The financial forecast for 2019 and 2020 therefore does not include the Contributions from these members.

### ESU Magazine and Technology Forum

The results for these two areas are presented before the general costs, that means the expenses of the office are not included here.

### ESU Magazine

Layout and printing costs increased significantly in 2018 compared to 2017, mainly due to the higher number of pages due to translations. In return, we were able to significantly reduce the cost of these translations in 2018 and 2019 by taking over some translations, partly by the office, partly by national associations. From issue 3/2019 onwards, the layout and support of advertising customers will be handled by the office. We expect this to lead to further savings of around €1000 per issue. As a result, the magazine is in a good financial position overall.

### Technology Forum

Despite slightly lower revenues, we expect a good bottom line result for the Technology Forum. Here, too, it will be noticeable that some outsourced activities have now been handled by the office.

### General costs

As announced, the general costs have decreased significantly compared to 2017. Although the office now carries out much more activities itself, such as the programming and updating the homepage, design of the magazine, translations, etc., the costs in 2018, 2019 and 2020 are significantly lower than those of the years 2016 and 2017.

### Summary

At the general meeting 2018 in Lyon we gave you an expected result for 2018 in the amount of -1,663.00 €. The present earnings analysis by SJS Wirtschaftsprüfungsgesellschaft, Cologne, shows a result of € +158.84, which is € +1.821,84 above our expectations. For 2019, our forecast was + € 4,836.00. We are pleased that we expect an improved result here as well and correct our expectation to + € 6,808.00, which represents an improvement of € 1,972.00. However, imponderables are always to be expected at an event such as the Technology Forum. For now, however, we continue to expect a significant profit for 2019.

After a few years of negative financial statements, for 2018 we can now present, albeit with only a very small, positive result. We remain optimistic for the future. Of course, our thanks also goes to former board members, who have contributed their part to this.

At 31.12.2017, the balance on bank accounts was € 50,501.86, the inventory of the association € 1,037.00 and the cash account 0.00 €.

At 31.12.2018, the balance on bank accounts was € 51,453.04, the inventory of the association € 1,037.00 and the cash account 80.66 €.

An increase in membership fees is therefore still again not up for debate.

Thank you for your attention

Marcel Tigchelaar, Treasurer

		2016	2017	2018	2018	2019	2019	2020
GM = General meeting		Financial statement	Financial statement	Plan GM 2018	Financial statement	Plan GM 2018	Plan GM 2019	Plan GM 2019
<b>Association section</b>								
Membership fees	national associations	29.757,90 €	27.890,90 €		26.069,20 €		27.000,00 €	
	direct ESU members	18.365,00 €	17.380,00 €		19.382,00 €		19.371,00 €	
	rent	113,33 €	0,00 €		165,00 €		0,00 €	
<b>Association section income total</b>		<b>48.236,23 €</b>	<b>45.270,90 €</b>	<b>45.510,00 €</b>	<b>45.616,20 €</b>	<b>44.000,00 €</b>	<b>46.371,00 €</b>	<b>46.000,00 €</b>
<b>Economic section</b>								
ESU magazine		2016	2017	2018	2018	2019	2019	2020
Income	Advertisement	43.446,14 €	26.764,75 €	42.000,00 €	43.110,05 €	42.000,00 €	42.000,00 €	42.000,00 €
Cost	Layout	-11.880,00 €	-8.990,00 €	-12.000,00 €	-13.940,00 €	-12.000,00 €	-12.000,00 €	-9.000,00 €
	Printing	-6.808,95 €	-5.171,09 €	-7.000,00 €	-7.243,17 €	-7.000,00 €	-7.000,00 €	-8.000,00 €
	Shipping	-3.417,12 €	-3.512,93 €	-3.500,00 €	-3.468,72 €	-3.500,00 €	-3.500,00 €	-3.800,00 €
	Translation	0,00 €	0,00 €	-7.000,00 €	-4.690,53 €	-7.000,00 €	-3.500,00 €	-3.500,00 €
<b>Result ESU Magazine, before general costs</b>		<b>21.340,07 €</b>	<b>9.090,73 €</b>	<b>12.500,00 €</b>	<b>13.767,63 €</b>	<b>12.500,00 €</b>	<b>16.000,00 €</b>	<b>17.700,00 €</b>
<b>Technology Forum</b>								
Income	exhibition stands, dinner, entrance	400,00 €	139.973,29 €	0,00 €	0,00 €	135.000,00 €	124.000,00 €	0,00 €
Cost	Luxexpo	0,00 €	-85.268,03 €	0,00 €	0,00 €	-86.000,00 €	-78.000,00 €	0,00 €
	Logistics and other services	0,00 €	-22.477,51 €	0,00 €	0,00 €	-24.000,00 €	-24.000,00 €	0,00 €
<b>Result Technology Forum before general costs</b>		<b>400,00 €</b>	<b>32.227,75 €</b>	<b>0,00 €</b>	<b>0,00 €</b>	<b>25.000,00 €</b>	<b>22.000,00 €</b>	<b>0,00 €</b>
<b>Economic section total, before general costs</b>		<b>21.740,07 €</b>	<b>41.318,48 €</b>	<b>12.500,00 €</b>	<b>13.767,63 €</b>	<b>37.500,00 €</b>	<b>38.000,00 €</b>	<b>17.700,00 €</b>
<b>General Costs</b>								
		2016	2017	2018	2018	2019	2019	2020
	Personal Costs	-47.316,91 €	-58.827,29 €	-38.000,00 €	-38.654,43 €	-48.000,00 €	-50.000,00 €	-40.000,00 €
	Cost general and boardmeetings	-13.197,64 €	-10.309,82 €	-10.000,00 €	-10.878,54 €	-11.000,00 €	-8.500,00 €	-10.000,00 €
	value added tax	-6.637,91 €	-6.571,93 €	-4.000,00 €	-3.007,38 €	-5.000,00 €	-8.500,00 €	-4.000,00 €
	legal and tax consulting	-3.477,69 €	-1.232,50 €	-2.000,00 €	-3.223,51 €	-2.500,00 €	-3.500,00 €	-3.500,00 €
	Rent office	-1.800,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
	Office / Postage / Phone etc.	-3.494,98 €	-1.353,57 €	-300,00 €	-300,00 €	-500,00 €	-400,00 €	-400,00 €
	Advertising	-2.460,79 €	-1.720,76 €	0,00 €	0,00 €	-3.000,00 €	-2.500,00 €	0,00 €
	Travel	-3.475,38 €	-5.898,05 €	-4.000,00 €	-1.929,90 €	-5.000,00 €	-2.500,00 €	-2.500,00 €
	depreciation	-757,33 €	-873,00 €	-873,00 €	-873,00 €	-164,00 €	-164,00 €	-164,00 €
	others	-2.859,66 €	-844,32 €	-500,00 €	-358,23 €	-1.500,00 €	-1.500,00 €	-1.500,00 €
<b>General Costs total</b>		<b>-85.478,29 €</b>	<b>-87.631,24 €</b>	<b>-59.673,00 €</b>	<b>-59.224,99 €</b>	<b>-76.664,00 €</b>	<b>-77.564,00 €</b>	<b>-62.064,00 €</b>
=====								
<b>Total</b>		<b>-15.501,99 €</b>	<b>-1.041,86 €</b>	<b>-1.663,00 €</b>	<b>158,84 €</b>	<b>4.836,00 €</b>	<b>6.807,00 €</b>	<b>1.636,00 €</b>



## **ESU Cash Audit 2018**

In order to save travel costs, the documents for the cash audit for the 2018 financial year were again sent this year, partly by e-mail and partly by post. The cash audit therefore took place separately on several days in August and September 2019.

The following audit documents were available:

Incoming and outgoing invoices, cash vouchers - 2018

Account statements Postbank 2018

Posting accounts 2018

Profit calculation of the auditing company SJS from Cologne for the year 2018

The documents were first examined by Mr Berger and then by Mrs Petersen.

Altogether 2 documents were missing , but could be delivered immediately on request by mail. All queries could be conclusively clarified.

Altogether no irregularities could be found, all examined transactions were properly processed and booked.

The documents are now back at the office in Meerbusch.

Hendrik Berger  
Kassenprüfer

Heike Petersen  
Kassenprüferin

Daniel Reucher  
Geschäftsstelle