

Investment cooperation in the Russian Far East

Memorandum of Understanding (MoU)

Far East Investment and Export Agency, a company incorporated and registered in accordance with the Russian Federation regulations and having its registered office at 8 str. 1 Presnenskaya naberezhnaya, Moscow, 123112, Russian Federation, OGRN (Principle State Registration Number) 1167700054917, represented by Leonid Gennadyevich Petukhov, acting under the charter (the **Agency**) as CEO; and

Creon Capital S.á.r.l., incorporated and registered in accordance with the regulations of Luxembourg, having its registered offices at: 5., Allée Scheffer, 2520 Luxembourg, represented by Florian Willershausen, Director Business Development, Marketing and Communications Creon Capital S.á.r.l.

The Agency and the Company are hereinafter collectively referred to as the **Parties**, and individually as a **Party**, have signed the memorandum of understanding (the **Agreement**) as follows:

Background

Creon Capital is a Luxembourg-based company managing the Creon Energy Fund, which actively invests in Russia and other CIS countries. Investment targets could be projects dedicated to processing & refinery of gas to export oriented products, such as Methanol, fertilizers, or polymer components for the automotive industry. Investing in green technologies and renewable energy is another direction of the Fund's investments. Creon Capital takes care of structuring investment projects via Luxembourg, by including Asian, Russian and European co-investors, under European law.

The *Far East Investment and Export Agency* is a government institution aiming to develop the Russian Far East, despite its distance to Moscow and the economically dominating European part of Russia. The agency is supposed to attract domestic and foreign direct investors and assists the Region's governors in improving the investment attractiveness and market the region. Particularly, the agency is strengthening region's export capabilities by connection local manufacturers and authorities with foreign investors and financial institutions.

Purpose

In this Memorandum of understanding the signing parties agree on four (4) aspects of cooperation:

- (1) The *Far East Investment and Export Agency* will regularly provide *Creon Capital* with information about new investment opportunities, with relevance & according to the Fund's scope. This could be, for example, a sizable project in the area of renewable energies, chemical and petrochemical industries.
- (2) *Creon Capital* will review relevant projects as investment opportunities. If a project is considered as inappropriate for the Fund, the managing company may suggest other co-investors from Asia and Europe, with which *Creon Capital* and its affiliated companies are working.
- (3) The *Far East Investment and Export Agency* will frequently brief *Creon Capital* regarding the investment climate. The investment company will take part in high-profile meetings and conferences dedicated to improve the framework for investments in the Russian Far East.
- (4) *Creon Capital* agrees to act as an intermediary between the Russian Far East and Asian or European investors, who might consider the region as an investment destination. The Fund managers might share information about the Far East, but they won't promote it actively.

Funding, intellectual property rights, and other resources.

This MOU is being entered into for the mutual benefit of the Participants and each Participant intends to pursue the objectives set out in this MOU. While the Participants intend to pursue the objectives defined in this MOU, this MOU does not constitute a commitment of funding, intellectual property rights, or other resources by either Participant. This MOU does not create any legally binding obligations. Any commitment of funds, intellectual property rights, disclosure of proprietary information, or other resources shall be made under a separate agreement.

Miscellaneous

Both parties agree to meet regularly to review progress under this MoU and to update the joint plans for meeting its objectives. Creon Capital S.á.r.l. and Far East Investment and Export Agency will alternately take the lead in setting up these meetings and will involve the appropriate parties across both organizations

This MoU may be amended at any time by the mutual written consent of the parties. The parties will review this MoU at least once every two years to determine whether it should be revised, renewed, or cancelled. Either party may terminate this agreement by providing 90 days' written notice to the other party.

The Agreement shall enter into force on the date of its signing and shall be valid for 5 years.

Signatures:

Far East Investment and Export Agency

Signature: _____

Name: Leonid Petukhov

Position: CEO

Creon Capital S.á.r.l.

Signature: _____

Name: Florian Willershausen

Position: Director Business Development, Marketing and Communications