



Partnership Agreement between Mercedes-Benz AG and A. Real Investments SA

Date: October 10, 2019

Parties:

- **Mercedes-Benz AG** ("Party A"), registered in Stuttgart, Germany.
- **A. Real Investments SA** ("Party B"), registered in Luxembourg.

Recitals:

Whereas, Party A is a renowned global automobile manufacturer specializing in premium vehicles and technological innovations;

Whereas, Party B is a holding company focused on sustainable ventures and possesses a wide-reaching marketing and distribution network in Switzerland;

Whereas, both parties desire to collaborate to leverage their unique strengths in the rapidly evolving electric vehicle market.

1. Purpose:

The primary purpose of this agreement is to form a strategic partnership aimed at the joint development, production, and marketing of advanced electric vehicles, including but not limited to electric sedans, SUVs, and commercial vehicles.

2. Contributions:

- **Financial Contributions:**
 - Party A agrees to contribute CHF 5,000,000 to fund the initial phases of product development and production.
 - Party B commits to provide CHF 3,000,000 to support marketing initiatives and distribution channels within Switzerland.
- **Resources and Expertise:**
 - Party A will provide engineering resources, access to proprietary technology, and research & development expertise to ensure product quality and innovation.
 - Party B will lend its extensive marketing expertise, brand management strategies, and distribution network to enhance market penetration and brand visibility.

3. Profit Sharing:

All net profits derived from products resulting from this partnership shall be distributed as follows:



Address:
Boulevard des
Philosophes 23, 1205
Genève

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Website: arealinvestmentssa.com



- Mercedes-Benz AG (Party A): 65%
 - A. Real Investments SA (Party B): 35%
- The parties agree to conduct quarterly financial reviews to ensure transparency and consider adjustments based on contributions and performance metrics.

4. Governance:

A Joint Steering Committee (JSC) will be established, consisting of three members from Party A and two members from Party B. The JSC will oversee project implementation, manage budget allocation, and facilitate communication between both parties to ensure alignment with strategic goals.

5. Duration:

This agreement shall become effective on October 1-, 2019, and shall remain in force for a period of five years, expiring on September 30, 2028, unless terminated earlier as provided herein.

6. Intellectual Property:

Any inventions, patents, or proprietary technologies developed in the course of this partnership shall be jointly owned by both parties. Any commercial use of these intellectual properties will require mutual agreement and respect for respective contributions.

7. Confidentiality:

Both parties agree to maintain the confidentiality of sensitive information shared during the term of this agreement. This obligation shall survive the termination of this agreement for a period of five years.

8. Termination:

This agreement may be terminated by either party upon giving 90 days' written notice to the other party. Termination shall not affect the rights and obligations of the parties arising prior to termination.

9. Dispute Resolution:

In the event of any dispute arising from this partnership, the parties agree to engage in good faith negotiations first. If unresolved, disputes will be settled through mediation, followed by binding arbitration in accordance with the rules of the International Chamber of Commerce.

10. Governing Law:

This agreement shall be governed by and construed in accordance with the laws of the Federal Republic of Germany.



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Signatures:

For Mercedes-Benz AG:

A handwritten signature in black ink, appearing to be "P. Müller", written in a cursive style.

For A. Real Investments SA:



This Agreement reflects the understanding and intention of both parties concerning the partnership and supersedes all prior negotiations, discussions, or agreements, whether written or oral.

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