

**TEHRAN, IRAN
SEPTEMBER 24, 2018**

**Agreement
For
Cooperation^(*)**

**UCAPLAST
PARS MARLIK ARIA Ltd.**

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AGREEMENT FOR COOPERATION
UCA PLAST and PARS MARLIK ARIA Ltd.

MONDAY, SEPTEMBER 24/2018 – Doshanbeh 2 Mehr 1397.

PARTIES

Between:

Union of SME Trade Unions of Rubber and Plastics Industry (UCAPLAST) whose registered office is at 39 rue de Pommard - 75012 Paris and no. RCSparis78435925900032 represented by **Mr. Denis VAILLANT**, passport no.16AT32350.

(Hereinafter referred to as “Company A”).

And:

PARS MARLIK ARIA (PMA) Ltd. whose registered office is at Unit 4, no. 10, Safa St., Kachouyi St., Evin, Tehran, IRAN and registration/fiscal number is 404571 and ID no. 10320552032 represented by **Mr. MEHRDAD JALALIPOUR**, passport no. L29751149.

(Hereinafter referred to as “Company B”).

Both parties express a mutual recognition of their legal authority to enter into this **Strategic Agreement Agreement** and declare that:

- I. Company A is a association based in France, Paris, which operates in France. UCAPLAST is an independent employers' organization that represents and defends all small and medium-sized enterprises, in the Rubber, Plastics and Rubber and Plastics sectors, both with the public authorities and the social partners (Unrestricted activity given the possibilities of changes in corporate activities during the term of this contract).
- II. Company B is a company based in Tehran, which operates in Iran and extensive experience in the “business to business” sector, its core activity being *providing on business services, consultation on business events, organisation of exhibitions, general trading Export strategy, marketing consulting sale representative and operational supports and travel management* (unrestricted activity given the possibilities of changes in corporate activities during the term of this contract).

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ARTICLE 1. OBJECTIVES OF THE AGREEMENT

- 1.1 Develop cooperation between UCAPLAST and Iranian associations (For instance INPIA)
- 1.2 Develop cooperation between UCAPLAST and Research organizations and institutes (For instance IPPI)
- 1.3 Develop cooperation between UCAPLAST and enterprises to exchange technologies and technical knowledge (For instance Barez Plastic)
- 1.4 Develop economic and business cooperation (export, import , marketing)

ARTICLE 2. SUBJECT OF THE AGREEMENT

Granting the exclusive agent to company B for Iran Market in the first phase and for the Iran's neighbors in the second phase with agreement of both parties

ARTICLE 3. TERRITORY

The territory in which the Agreement is concerned shall be initially the whole of Iran. It can be develop to other countries such as Iraq, Afghanistan, CIS countries and Arab Countries with the agreement of both parties.

ARTICLE 4. SCOPE OF THE SUBJECT

The scope is consisting of all the goods and services in the field of rubber and plastic.it can be developing to other industries with agreements of both parties.

ARTICLE 5. LEGAL SCOPE OF THE AGREEMENT

The contract is subject to the laws of Iran and France, and a copy is sent to the Iranian and French embassies.

ARTICLE 6. DURATION

Both Parties establish that the term of Agreement is to be 3 year.
It can be extended with agreement of both parties.

Note. : In case of unwillingness of any of the parties to continue cooperation, it must notify the other party at least 3 months in advance and the parties must comply with the articles of the Agreement.

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ARTICLE 7. UCAPLAST services to PMA:

- 7.1. Granting exclusive agent and representative (with duration and territory of the target market)
- 7.2. Covering the expenses of the agency office in accordance with the terms of services and with agreement of both parties
- 7.3. Granting the license and letter of introduction for the scope of the Agreement and representation permit.
- 7.4. Inserting the name and the address of the company B in the site, magazines and brochures of the UCAPLAST.
- 7.5. Introducing the exclusive agent to organizations, associations and organizers of Trade and economic events (in the scope and target of Agreement)
- 7.6. Assigning implementation of the entire executive affairs, sending copy of correspondence related the scope of the Agreement.
- 7.7. Providing services for the issuance of a visa application through executive agent and representative for related projects
- 7.8. Providing services and subjects beyond the above items with agreement of both parties.

ARTICLE 8. PMA services to UCAPLAST:

- 8.1. Advertising (launching a website in farsi, preparing flyers and multimedia to introduce UCAPLAST objectives and services)
- 8.2. Introducing UCAPLAST in other websites, specific electronic magazines and etc.
- 8.3. Identifying, planning and coordinating with potential audiences and contacts in organizations, chamber of commerce, associations and companies.
- 8.4. Planning for conclusion of MOU with potential Iranian companies to develop bilateral cooperations
- 8.5. planning for holding workshops and forums
- 8.6. Planning and proceeding for cooperation and presenting services in the related fields along with exchanging technical knowledge , technologies.
- 8.7. Planning and proceeding for presenting marketing services , consulting,market research and etc.
- 8.8. Cooperating to set up startup companies and commercialization of Iranian products.
- 8.9. Cooperating in the field of investment and funds
- 8.10. providing consulting services to companies that will be nominated by UCAPLAST.
- 8.11. Providing travel services such as Visa, Transfer, CIP, Hotel, Interpreters and etc.
- 8.12. Providing services in the field of events such as holding exhibition , forum, B2B

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ARTICLE 9. TERMINATION

- 9.1. Either Party may terminate the Agreement. In cases other than breach of obligations arising from this Contract, the termination shall require a warning that is given periodic. Should the other Party object to the termination, the provisions within the present Contract pertaining to the resolution of disagreement shall be applied.
- 9.2. The following shall be causes for termination of the Agreement:
- 9.2.1. The completion of its objectives
 - 9.2.2 The common agreement of both Parties
 - 9.2.3 The decision of one Party as a consequence of the breach of obligations of the other Party
 - 9.2.4 The completion of the term of the Agreement.

ARTICLE 10. FORCE MAJEURE

- 10.1. Force majeure means war, emergency, accident, fire, earthquake, flood, storm, strike or other impediment which the affected Party proves was beyond its control and which it could not reasonably be expected to have taken into account at the time of the conclusion of this contract, or to have avoided or overcome it or its consequences.
- 10.2. Neither Party shall be liable for breach of obligations derived from the present Contract, nor shall be bound to compensate for damages, when such breach is caused by proven Force Majeure.

ARTICLE 11. NOTICES

- 11.1. Any notice under this Contract shall be in writing (which may include fax and e-mail) and may be served by leaving it or sending it to the address of the other Party specified in Article 14.2 below in a manner that ensures receipt of the notice can be proved.
- 11.2. For the purposes of Article 14.1, notification details are the following:

Company A :
Adress : 39 rue de Pommard - 75012 Paris, France
Email : president@ucaplast.fr
Fax : +143449164

Company B :
Adress : Unit 4, no. 10, Safa St., Kachouyi St., Evin, Tehran, IRAN
Email : jalalipour@pmaservices.co
Fax : +98 21 43 85 99 41

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ARTICLE 12. RESOLUTION OF DISAGREEMENT

Should any disagreement arise as to the present Contract or during the course of activities of the Agreement, the Parties shall endeavour to reach amicable agreement.

ARTICLE 13. LANGUAGE

The whole text of the present Contract, as well as the documents derived from it, including those in the Annexes, have been written in English.

Both Parties declare their conformity to the present Contract, which is signed in 2 copies, each of which is considered original.

This Contract enters into force the date written above. It consists of 6 pages, 13 articles, 31 Sub-articles, 11 sub-divisions and 1 notices

Signed by a duly authorized representative of Company A and Company B.

TEHRAN, IRAN

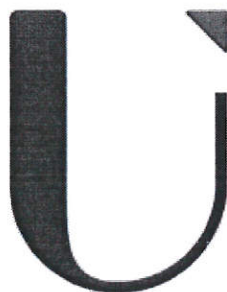
Monday, SEPTEMBER 24/2018 – DOSHANBEH 14, Mehr 1397.

For and on behalf of the Company A
UCA PLAST

Mr. DENIS VAILLANT

For and on behalf of the Company B
PARS MARLIK ARIA Ltd.

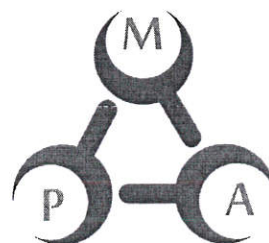
Mr. MEHRDAD JALALIPOUR



UCAPLAST

This document is confidential, and the sender does not waive
the right of this document or the information it contains by c
unauthorized.

Union des syndicats des PME
du Caoutchouc et de la Plasturgie



Pars Marlik Aria
Your Professional Marketing Assistant