

合 作 意 向 Letter of Intent

甲方：中国唐山鑫丰热电集团

Party A: China Tangshan Xinfeng Thermoelectric Group
Co.Ltd

乙方：澳大利亚 VS 公司

Party B: Variable Solutions Pty Ltd

经过友好协商，本着互惠互利的原则，就双方项目合作达成以下意向。

After friendly consultations, in line with the principle of mutual benefit, the two parties reached the following intention for the cooperation project.

一、合作项目：投资建设澳大利亚新南威尔士州投资建设城市生活垃圾焚烧发电项目，建设规模为日处理生活垃圾3000吨，安装2台25MW汽轮发电机组，项目用地500亩。

1. Cooperation Project: To construct a waste incineration power generation plant in New South Wales of Australia. The plant will cover a land area of 333,000m² in which 2 sets of 25 MW steam turbine generator unit will be installed. 3,000 tons of waste

can be incinerated per day.

二、项目投资：甲方负责投资 4.5 亿澳元（人民币 22 亿元）用于项目建设，未来 5 年内在澳大利亚投资超过 15 亿澳元，进行项目合作内容的持续拓展。

2. Investment: Party A will invest 450 million AUD which will be used for construction of the project. The investment will be over 1.5 billion AUD in the next 5 years for the expansion of the project.

三、前期工作：乙方代表澳大利亚政府负责为双方合作项目提供支持和服务，包括：

3. Initial works: Party B will represent Australian government to provide support and service for the project, including:

i. 项目考察并提交有关审核批准报告书。

Investigate the project and provide relevant reports for approval from government.

ii. 协助甲方在澳大利亚的公司注册。

Assist Party A to register a company in Australia.

- iii. 协助甲方开设在澳公司的银行账号。
Assist Party A to open a bank account.
- iv. 协助甲方申请中国商务部颁发的企业境外投资证书，使甲方获得中国外汇管理局的境外汇款许可，实现投资资金与海外项目的对接。
Assist Party A to apply for the Certificate of Approval issued by Ministry of Commerce of China for investing overseas to have the approval of State Administration of Foreign Exchange of China for transferring fund into Australia.
- v. 协助甲方申请 FIRB（外国人投资审查委员会）的批准。
Assist Party A to apply for approval from FIRB.
- vi. 协助甲方申请赴澳商务签证及澳大利亚永久居住签证。
Assist Party A to Apply for business visitor visa and PR visa.
- vii. 协助甲方工作团队办理赴澳工作签证
Assist working team of Party A to apply for working visa.
- viii. 协助甲方与澳大利亚政府签署垃圾收运及补助协

议。

Assist Party A to enter into a waste transportation and allowance agreement with Australian government.

- ix. 协助甲方与位于悉尼的能源澳大利亚公司签订电力销售协议。

Assist Party A to enter into a power purchase agreement with local utilities companies.

- x. 协助甲方与澳大利亚政府签署项目特许经营协议。
Assist Party A to enter into a franchise agreement with Australian government.

四、其他：

4. Notes:

- i. 合作意向一式四份，双方各执两份。

This letter of intent will be provided in 4 copies with each party holding 2 copies.

- ii. 未尽事宜双方另行商定。

Matters not covered in this letter of intent will be negotiated by both parties at other occasions.

iii. 本意向以中文为准。

This letter of Intent is to prevail in Chinese.

iv. 本意向只适用于甲乙双方，未经书面允许，甲乙双方不得将本意向泄露于任意第三方。

This letter of intent is only applicable to both parties. Without written permissions, both parties shall not disclose the content of this letter of intent to a third party.

甲方

乙方

Party A

Party B

签字

签字

Signature

Signature

日期

日期

Date

Date