

AFRICA



EXCLUSIVE BUSINESS REPRESENTATION AGREEMENT

This representation agreement (this "Agreement") is made and entered into as of February 24, 2015, by and between **The Center Group**, a Commonwealth of Virginia limited liability company, whose principal address is 3581 Georgetown Station, Washington, DC, 20027, United States of America ("**The Center Group**"), and the **Contractors Association of Tanzania Savings and Credit Co-operative Society Ltd.**, a cooperative society registered under the laws of the United Republic of Tanzania, (hereinafter referred to as "**CATA**"), whose address is NSSF Hifadhi House, 6th Floor, Samora/Azikiwe, P.O. Box 20327, Dar es Salaam, Tanzania. The Center Group and CATA may sometimes hereinafter be referred to individually as a "**party**" or jointly as the "**parties**."

In consideration of the covenants, promises, representations and warranties set forth herein, and for other good and valuable consideration (the receipt and sufficiency of which are hereby acknowledged by the parties), intending to be legally bound hereby, the parties agree as follows:

1 Scope of Services

The Center Group shall render consulting services (the "**Services**") to CATA during the term of this Agreement, as set forth below, or in any amendment hereto issued hereunder which may be executed by both parties after the date hereof. The Services are as follows:

- a) assisting CATA in raising financing through sources outside of Tanzania, including through, but not limited to, private sources, U.S. Government sources, and the World Bank Group;
- b) assisting CATA in acquiring heavy machinery; and
- c) recruiting U.S. companies or any other interests with the aim of creating business opportunities in line with CATA's objectives, which include the construction of housing developments, office buildings, shopping centers, high-rise apartments, hotels, hospitals, health centers, schools and universities, roads and highways, bridges, airports, and warehouses; importing building materials; developing agricultural and irrigation projects; developing ports; developing railroads; developing shipping infrastructure; developing a passenger and freight shipping business; developing export processing zones and warehousing; and projects in free trade zones.

2 Exclusivity and Non-Circumvention

CATA appoints The Center Group as its exclusive representative on a global basis with respect to the Services. CATA agrees that it will not circumvent The Center Group for any reason with respect to introductions made by The Center Group to third parties in respect of the Services and will not contact, solicit, deal with, attempt to deal with, or in any manner attempt to do business with the said third parties except by and through, or as otherwise permitted by, The Center Group in writing.