

Schedule 9: Governance

The following governance terms are agreed in accordance with Clause 25 of the Framework Agreement.

1 SEFE and the Service Provider Project Governance

The Parties shall agree a governance model for each respective Individual Contract detailing the frequency of meetings, participants and responsibilities.

2 Establishment of a Steering Committee

Unless mutually agreed otherwise, SEFE and the Service Provider will appoint a "Steering Committee", made up of a number of key executives from each Party, which will meet, from time to time, and at such time as its members or the Parties deem appropriate to (i) review and analyze the overall performance under the Agreement and the Individual Contracts; (ii) to discuss strategic issues arising in the course of a project and (iii) attempt to resolve, any disputes or disagreements which could not be resolved by the relevant project managers.

A Service Provider representative shall keep minutes of each meeting of the relevant Committee established by the Parties. Minutes shall be transmitted promptly after the end of each meeting and shall be deemed to have been approved by both Parties to the extent to which no changes or amendments by the other Party are submitted within one (1) week from receipt.