

## The Law Office of David B. Kultgen

A Professional Limited Liability Company

STRICTLY CONFIDENTIAL

March 2, 2019

H.E. Khaled S. Al Sultan  
President  
King Abdullah City for Atomic and Renewable Energy  
RIYADH

Your Excellency,

K.A.CARE has asked that the Law Office of David B. Kultgen, PLLC (the "FIRM") provide legal assistance to King Abdullah City for Atomic and Renewable Energy ("K.A.CARE") with respect to K.A.CARE's management of the Saudi National Atomic Energy Project ("SNAEP"). We would be delighted to do so, based on the following conditions and understandings:

1. The FIRM will advise you in connection with an agreement with the United States Government under Section 123 of the Atomic Energy Act of 1954 ("123 Agreement") and related agreements, as well as Congressional review of the 123 Agreement. We will also advise you regarding U.S. laws and regulations concerning export controls and non-proliferation of civilian nuclear materials, and other matters upon request.
2. The FIRM will work closely with External Legal Counsel (currently King & Spalding LLP and Pillsbury Winthrop Shaw Pittman LLP) jointly engaged by K.A.CARE and the Ministry of Energy, Industry and Mineral Resources ("MEIM") to support SNAEP.
3. The scope of the initial engagement may be extended by mutual agreement, confirmed by an email from both parties, to include legal advice and support with respect to implementation of the Large Nuclear Power Plant Project and/or other aspects of SNAEP.
4. As you are aware, the FIRM currently provides legal assistance to the MEIM with respect to its role in SNAEP. Going forward, our joint clients will be both K.A.CARE and MEIM.

David B. Kultgen  
11841 Overlook Pass  
Austin, Texas 77038

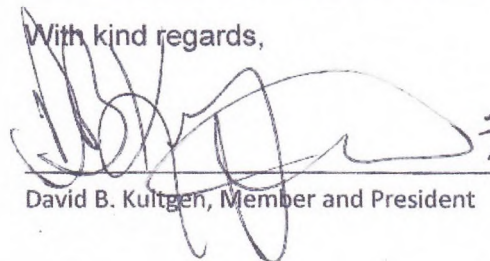
+1 (512) 582-0853 (o)  
+1 (512) 586-4692 (m)  
david.kultgen@kultgenlaw.net

5. Our work for MEIM with respect to SNAEP is subject to the terms of a general Legal Services Agreement between the FIRM and MEIM dated March 21, 2018 (the "MEIM Agreement"), which encompasses legal and consulting services for MEIM in connection with SNAEP, as well as other projects and matters referred to the FIRM by MEIM from time to time.
6. Our work for K.A.CARE will be subject to the terms of the MEIM Agreement. Invoices for services provided to K.A.CARE will be submitted to MEIM and the FIRM will be compensated by MEIM.

If these terms are acceptable, please confirm K.A.CARE's agreement by signing in the space indicated below.

We thank you for this opportunity to be of service.

With kind regards,



3/2/19

David B. Kultgen, Member and President

**Agreed:**

**King Abdullah City for Atomic and Renewable Energy**

By:  \_\_\_\_\_

Title: *Head of Legal Department*

Date: *9/5/2019*

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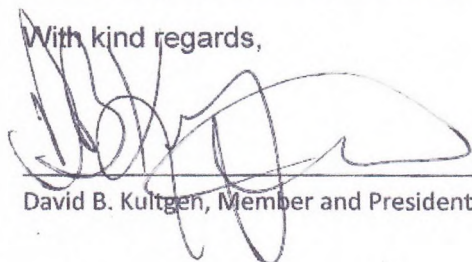
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**King Abdullah City for Atomic and  
Renewable Energy**

By:  \_\_\_\_\_

Title: *Head of Legal Department*

Date: *9/15/2019*