
Hubei Yuquan River 25.2MW Hydropower CDM Project

湖北玉泉河 25.2MW 水电 CDM 项目

CER Transaction Agreement

CER 交易协议

Trading Emissions PLC

排放贸易 PLC

Shennongjia Linqi Shenfeng Hydropower Development Co., Ltd

神农架林区神峰水电发展有限公司

Agreement date: Nov.30th2007

协议日期: 2007 年 11 月 30 日

Contract Number 合同编号: TEP-CN-07019

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Parties **Trading Emissions PLC** of Third Floor Exchange House, 54-62 Athol Street, Douglas, Isle of Man, IM1 1JD, British Isles (the **Buyer**)

签署双方 排放贸易 PLC，地址为 Third Floor Exchange House, 54-62 Athol Street, Douglas, Isle of Man, IM1 1JD, 不列颠群岛(买方)

Shennongjia Linqu Shenfeng Hydropower Development Co., Ltd

 No.49, Changqing Road, Songbai Town, Shen Nong Jia Lin Qu (the **Seller**)

 神农架林区神峰水电发展有限公司，地址为神农架林区松柏镇常青路 49 号 (“卖方”)

Recitals 前言

- A The Seller is to implement and operate the Project, and expects to be entitled to receive Certified Emission Reductions in respect of the Project.
卖方将执行和运作项目，并预计有权获得项目的核证的减排量。
- B The Seller wishes to sell and the Buyer wishes to purchase Certified Emission Reductions generated from the Project.
卖方愿意出售，买方愿意购买从项目产生的核证的减排量。
- C The Parties have agreed to the Transaction, under which, up to the Maximum Annual Quantity, the Seller shall sell and the Buyer shall buy Certified Emission Reductions arising from the Project during each Contract Year, on the terms of, and subject to the conditions of, this Agreement.
双方已同意根据本协议条款和条件进行交易，在此交易下，卖方应出售并且买方应购买在每个合同年度期间项目产生的最多为最大年度数量的核证的减排量。

Definitions 定义

In this Agreement:
本协议中：

Abandonment means: (i) the development, implementation, operation and/or maintenance by the Seller of the Project; (ii) the level and/or the quality of resources applied by the Seller to the Project; (iii) the use or proposed use by the Seller of the plant and equipment comprised in the Project; and/or (iv) any other act or omission of the Seller, is such as to reasonably demonstrate the intention of the Seller no longer to continue with the Project or any part of the Project, and **Abandon** shall be construed accordingly.

放弃（名词），指：(i)卖方开发、实施、运营和/或维持项目；(ii)卖方在项目中使用资源的水平和/或质量；(iii)卖方使用或拟使用项目所包含的厂房和设备；和/或(iv)卖方任何作为或不作为，该行为合理体现卖方不愿再继续项目或项目的任何部分的意图，放弃（动词）应作相应解释。

项目被审定并为 CDM 执行理事会所登记。

- 13.22 If the events described under clause 13.21 do not occur on or before the date 12 months after the date of this Agreement, the Buyer may by providing written notice to the Seller, terminate this Agreement in accordance with clause 9.2.

若在本协议签署日后 12 个月内（包括 12 个月期满当日）未发生第 13.21 条所列之事项，
则买方可根据第 9.2 条约定书面通知卖方以终止本协议。

13.23 Option 选择权

(a)

(b)

(c)



14. Execution 签署

Executed as an agreement.

协议签署。

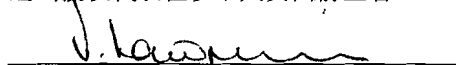
Signed for and on behalf of

代表

Trading Emissions PLC

by its duly authorised representative
in the presence of:

适当授权代表在以下人员面前签署:


Signature of witness


见证人签署

JOHN LAWRENCE
Name of witness (please print)

见证人姓名 (印刷体)

Signing Date: 31.12.2007

签署日期:


Signature of authorised representative

授权代表签署

Philip Jones
Name of authorised representative (please print)

授权代表姓名 (印刷体)

Signing Date: 31/12/2007

签署日期:

Signed and sealed for and on behalf of

代表 

Shennongjia Linqu Shenfeng Hydropower Development Co., Ltd

神农架林区神峰水电发展有限公司

by its duly authorised representative
in the presence of:

适当授权代表在以下人员面前签署及盖章

Signature of Witness

见证人签署

Name of witness (please print)

见证人姓名 (印刷体)

Signing Date:

签署日期:

Signature of authorised representative (official seal)

授权代表签署 (公章)

Name of authorised representative (please print)

授权代表姓名 (印刷体)

Signing Date:

签署日期: 2007年12月10日

Official Seal of Shennongjia Linqu Shenfeng
Hydropower Development Co., Ltd

神农架林区神峰水电发展有限公司