

INTERDEPENDENCE AGREEMENT.

Agreement dated as of _____, 1938, made by and between RUHRCHEMIE AKTIENGESELLSCHAFT, a German company, hereinafter called "RUHRCHEMIE", and the following:

1. N.V. DE BATAAFSCHE PETROLEUM MAATSCHAPPIJ, a company of The Netherlands;
2. SHELL DEVELOPMENT COMPANY, a corporation of the State of Delaware, U.S.A.;
3. THE M.W. KELLOGG COMPANY, a corporation of the State of Delaware, U.S.A.;
4. STANDARD-I.G. COMPANY, a corporation of the State of Delaware, U.S.A.;
5. N.V. INTERNATIONALE HYDROGENEERINGSOCTROOIEN MAATSCHAPPIJ (INTERNATIONAL HYDROGENATION PATENTS COMPANY), a company of The Netherlands;
6. N.V. INTERNATIONALE KOOLWATERSTOFFEN SYNTHESE MAATSCHAPPIJ (INTERNATIONAL HYDROCARBON SYNTHESIS COMPANY), a company of The Netherlands;
7. HYDROCARBON SYNTHESIS CORPORATION, a corporation of the State of Delaware, U.S.A.

The above companies, insofar as they are parties to the agreements in question, agree with RUHRCHEMIE that the provisions of the following agreements:—

- (a) The agreement between "The Partners" and "USAC";
- (b) The agreement between "The Partners" and "I.H.P.";
- (c) The agreement between "I.H.S." and "USAC";
- (d) The agreement between "I.H.S." and "The Partners";

all of which are dated as of _____, 1938, shall not be altered by the parties thereto without the consent of RUHRCHEMIE, and RUHRCHEMIE agrees not to refuse its consent in cases where the alterations would not affect its interests. The question whether RUHRCHEMIE'S interests would be affected by any such alteration shall, if necessary, be arbitrated with binding effect under the Arbitration Rules of the International Chamber of Commerce by three arbitrators appointed in accordance with the Rules.

(8)

IN WITNESS WHEREOF, the parties have caused this agreement to be duly executed as of the day and year first above written.

RUHRCHEMIE AKTIENGESellschaft.

N.V. DE RATAAFSCHE PETROLEUM MAATSCHAPPIJ.

SHELL DEVELOPMENT COMPANY.

THE M.W. KELLOGG COMPANY.

STANDARD-I.G. COMPANY.

N.V. INTERNATIONALE HYDROGENEERINGSOCTROOIEN MAATSCHAPPIJ
(INTERNATIONAL HYDROGENATION PATENTS COMPANY).

N.V. INTERNATIONALE KOOLWATERSTOFFEN SYNTHESE MAATSCHAPPIJ
(INTERNATIONAL HYDROCARBON SYNTHESIS COMPANY).

HYDROCARBON SYNTHESIS CORPORATION.