

CPR NOTE

FOREST CONSERVATION PRODUCT

1,000,000 tCO₂e

- I. This **CPR Note** issued for physical delivery is a “Cédula de Produto Rural” as defined by and under Brazilian Law 8929/1994 and article 41, I, (a) of the Brazilian Forest Code, Law 12651/2012.
- II. **Delivery Date:** Five (5) business days after the completion of the verified measurement of the carbon inventory in the BEP Forest described hereinafter or within twenty-four (24) months from the issuance of this CPR Note, whichever comes first.
- III. **Beneficiary:** TreeBR Carbon Offsets Inc., a Business Company organized and existing according to the laws of the British Virgin Islands, registered under #2071995, with registered offices at Mill Mall, 2nd Floor, Chera Chambers, Wickham’s Cay 1, PO Box 3163, Road Town, Tortola VG1110, British Virgin Islands, registered with tax authorities in Brazil under the corporate tax number (CNPJ) #43.243.686/0001-54 (with a “No to Order” clause).
- IV. **Promise to deliver:** This CPR Note represents the promise to deliver ownership of measured carbon inventory (hereinafter referred to as the “Carbon Credits”) of One Million (1,000,000) metric tons of carbon dioxide removed from the atmosphere by and from the preservation of the **BEP Forest**, duly measured and verified under standards approved according to Article 6 of the Kyoto Protocol Treaty and the United Nations Framework Convention on Climate Change ratified by Brazilian Legislative Decree #144/2002.
- V. **Place of delivery:** The Carbon Credits shall be duly transferred to the Beneficiary on the records of the Registrar and Transfer services in connection to the Carbon Credits.
- VI. **Collateral pledge:** Under article 6 of Brazilian Federal Law no. 8929/94, the Issuer hereby pledges as collateral to secure each and all of the obligations undertaken by, or arising from this Note, the property rights over one hundred, eighty-nine thousand, two hundred and twenty-three cubic meters (189,223m³) of trees existing in the area of twelve thousand, seven hundred and thirty-nine Hectares, thirteen Ares and forty-four Centiares (12,739.1344Ha), with title registered under record number 3,446/FI01F of the Property Registry Office (RGI) of the District of Sena Madureira, State of Acre, Brazil (referred herein as the “**BEP Forest**”) free and clear of any encumbrances and liens of any kind, as of this date.
- VII. **Issuer:** Boa Esperança Participações Ltda., a legal entity organized and existing according to the laws of Brazil, with Brazilian corporate tax number (CNPJ) #08.964.548/0001-63 and registered offices at Rua Victor Civita n. 77/602, Rio de Janeiro, Brazil, owner of the record of the full title of the real estate property described herein as BEP Forest.
- VIII. **Fulfillment of Issuer’s Obligations:** The Issuer’s obligations under this CPR Note shall be deemed fulfilled with the delivery of the products on the records of the carbon credit registrar, with no additional or accessory obligation except if expressly provided for herein.
- IX. **Reference Issue Price:** Five Million United States Dollars (US\$ 5,000,000.00), equivalent to Twenty-Five Million, Nine Hundred and Eighty, Five Hundred Brazilian Reals (R\$ 25,980,500,00) based on the price of voluntary wholesale carbon credits market as of December 2020, as well as the PTAX currency rates as of 30/12/2020.
- X. **Governing Law and Venue:** This Note is governed by and shall be interpreted under the laws of Brazil, and all disputes arising out of or in connection with the present CPR Note shall be finally settled under the Rules of Arbitration of the International Chamber of Commerce headquartered in Paris, France, by three arbitrators appointed in accordance with the said Rules.
- XI. **Place and date of issuance:** Rio de Janeiro, Brazil, on the 24th of August 2021.

BOA ESPERANÇA PARTICIPAÇÕES LTDA.

MANIFESTO DE ASSINATURAS



Código de validação: 2DUKH-X8EJQ-XZGKM-UJLK4

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Informações do Título

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| Tipo: CPR | Situação: CONFIRMADO |
| Código IF: 21H01010457 | Nome Simplificado do Registrador/Emissor: BARTDIGITAL |
| Registrador/Emissor: 36681.40-0 | Conta Custodiante/Emissor: 36681.00-8 |
| Conta do Agente de Pagamento: 36681.40-0 | Tipo de CPR: PRODUTO |
| Código ISIN: | Data de início de Rentabilidade: 24/08/2021 |
| Data de Emissão: 24/08/2021 | Tipo de Garantia: Outros |
| Data de Vencimento: 24/08/2023 | Descrição da garantia: |
| Garantia em processo de constituição?: | CPF/CNPJ (Garantidor): |
| Garantidor: | IF Inadimplente: NÃO |
| Nome Simplificado do Garantidor: | Tipo de Regime: REGISTRADO |
| Tipo de Emissão: CARTULAR | Código Interno: |
| Emissão Eletrônica/Digital: SIM | |

Dados da Emissão e Registro

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|-----------------------|--------------------------|
| Quantidade Emitida: 1 | Quantidade Depositada: 1 |
| Quantidade Resgatada: | |

Informações do Produto

Produto: CARBONO
 Classe/Tipo/PH: CRÉDITO DE CARBONO
 Safra: 2021/2023
 Característica: Créditos de Carbono, conforme art 6º do Protocolo de Kyoto
 Quantidade: 1.000.000
 Unidade de Medida: TCO2E
 Forma de Acondicionamento: NAO SE APLICA
 Situação: A PRODUZIR
 Produção: PROPRIA

Informações do Credor

Nome (Credor Original): TREEBR CARBON OFFSETS INC.
 CPF/CNPJ (Credor Original): 43.243.686/0001-54

Dados do Emitente

Imóvel: Floresta BEP - Matrícula 3446
 Nome: Boa Esperança Participações Ltda
 CPF/CNPJ: 08.964.548/0001-63
 Natureza (Emitente): PJ
 UF: AC
 Município: SENA MADUREIRA

Dados da Entrega

Prazo do Documento em Dias: 90
 Local: Floresta BEP
 UF: AC
 Município: SENA MADUREIRA

Crédito SCR/Recor/Sicor

Ativo Informado no SCR?: NÃO
 Detalhamento do Cliente(Responsável pelo Registro no SCR):
 Natureza do Cliente(Devedor):
 Código do Cliente(CPF/CNPJ do Devedor):
 Código do Contrato:
 Modalidade da Operação:
 Código Ref Bacen:
 Finalidade: Custeio
 IPOC: