

# AGREEMENT 1 – JOINT VENTURE & LICENSING AGREEMENT

Date: \_\_\_\_\_

**Between:**

**SwissX Sovereign Wealth Fund**, through its authorized agent **SwissX REDD UK LTD**, operating in Antigua & Barbuda at *SwissX Island* (“SwissX” or the “Licensor”),

and

**Medibridge Pharma Pty Ltd**

ABN: 58 688 880 408

C/O AGI Accounting Pty Ltd, 940A Glenhuntly Rd., Caulfield South, Victoria, Australia, 3162 (“Medibridge” or the “Licensee”).

Together, the “Parties.”

**1. Purpose**

SwissX licenses its intellectual property, brand, and technologies to Medibridge for the operation of SWISSX Australia, including media, agriculture, tourism, and related commercial activities.

**2. Token Advance**

SwissX shall advance XCD \$30,000,000 in SwissX Tokens (the “Advance”), used exclusively for SwissX IP, agriculture, tourism, and Medibridge's existing business lines.

**3. Revenue Sharing**

Medibridge shall pay SwissX a 7% royalty “off the top” of Gross Revenues, due monthly within 30 days of each month’s end.

**4. Responsibilities**

SwissX: provide branding, tokens, and support. Medibridge: operate SWISSX Australia and report quarterly.

**5. Term & Termination**

Term: 5 years, renewable. SwissX may terminate for misuse, non-payment, or breach.

**6. Intellectual Property**

All SwissX IP remains owned by SwissX. New IP is co-owned under agreed terms.

**7. Confidentiality**

Both Parties shall maintain confidentiality of proprietary data.

**8. Audit & Reporting**

SwissX reserves audit rights with 10 business days’ notice.

**9. Dispute Resolution**

Disputes resolved by arbitration in Antigua & Barbuda under UNCITRAL/ICC Rules.

**10. Governing Law**

This Agreement shall be governed by the laws of Antigua & Barbuda.

**Signed for and on behalf of SwissX REDD UK LTD**

*Authorized Agent of SwissX Sovereign Wealth Fund*

**H.E. Alkiviades David**

Ambassador-at-Large for the Green Economy (Antigua & Barbuda)

Sheriff-at-Large, SwissX Island Authority

SwissX Sovereign Wealth Fund / SwissX REDD UK LTD

✉ legal@swissx.com | ■ www.swissx.com



**For Medibridge Pharma Pty Ltd**

ABN: 58 688 880 408

Name: Zvi Brooks

Title: Director

Date: 06/10/25



# AGREEMENT 2 – CARBON CREDIT PARTICIPATION AGREEMENT

Date: \_\_\_\_\_

**Between:**

**SwissX Sovereign Wealth Fund**, via **SwissX REDD UK LTD**, operating in Antigua & Barbuda at SwissX Island (“SwissX” or the “Registry Holder”),

and

**Medibridge Pharma Pty Ltd**

ABN: 58 688 880 408

C/O AGI Accounting Pty Ltd, 940A Glenhuntly Rd., Caulfield South, Victoria, Australia, 3162 (“Medibridge” or the “Operator”).

Together, the “Parties.”

**1. Purpose**

The Parties shall cooperate in the creation, certification, and monetization of carbon credit projects under the SwissX Carbon Registry, operated in Australia by Medibridge with SwissX oversight.

**2. Roles & Responsibilities**

SwissX: registry holder and certifier, providing REDD+ standards and compliance.

Medibridge: operates projects using SwissX technologies and ensures transparency.

**3. Revenue Participation**

SwissX shall receive 15–25% “off the top” of gross carbon credit revenues (to be finalized in Schedule C).

**4. Compliance & Standards**

Projects comply with ISO 14064-2, Verra/Gold Standard, and Australian CER requirements.

**5. Reporting & Audit**

Medibridge shall maintain accurate data; SwissX reserves annual audit rights.

**6. Term & Termination**

Term: 5 years, renewable. Either Party may terminate with 90 days’ notice or for breach.

**7. Confidentiality**

All methodologies and trade data are confidential.

**8. Dispute Resolution**

Arbitration in Antigua & Barbuda under UNCITRAL/ICC Rules.

**9. Governing Law**

Antigua & Barbuda law applies, with Australian compliance for operations.

**Signed for and on behalf of SwissX REDD UK LTD**

*Authorized Agent of SwissX Sovereign Wealth Fund*

**H.E. Alkiviades David**

Ambassador-at-Large for the Green Economy (Antigua & Barbuda)

Sheriff-at-Large, SwissX Island Authority

SwissX Sovereign Wealth Fund / SwissX REDD UK LTD

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**For Medibridge Pharma Pty Ltd**

ABN: 58 688 880 408

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_