



NON-BINDING MEMORANDUM OF UNDERSTANDING BETWEEN THE CITY OF LANCASTER (“the CITY”) AND KIGEN TECHNOLOGY, INC. (“KIGENTECH”) (HEREINAFTER REFERRED TO COLLECTIVELY AS “the PARTIES”) FOR THE JOINT PURPOSE OF PROMOTING THE PRODUCTION AND USE OF CLEAN HYDROGEN

1. PURPOSE

The purpose of this non-binding Memorandum of Understanding (“MOU”) is to establish the understanding between the City and Kigentech, a minority-owned business, related to the use of Kigentech’s AI-powered blockchain software, as it is developed and updated, to validate clean hydrogen use and production, and for training and consultation related to its software and clean hydrogen generally. This MOU is non-binding and does not constitute a legally enforceable agreement, except Section 5 (Confidentiality).

2. SCOPE OF COOPERATION

The Parties intend to engage in consultation and work collaboratively with the use of Kigentech’s blockchain software concerning their common interest in the traceability and transparency of hydrogen, and to promote the production and use of clean hydrogen.

3. IMPLEMENTATION

The Parties share the mutual goal of the City using Kigentech’s technology for the purpose of verifying the origin of the clean hydrogen that is produced in the City and used in the City and greater Southern California. Kigentech will provide training and development for the City, and any third parties engaged with the City, as the City implements scalable, renewable hydrogen measures to

meet sustainability goals. The City recognizes that Kigentech will continue to develop and enhance its blockchain software during the term of this MOU.

4. TERM

This MOU is a framework guiding the business and collaboration of the Parties for a period of two (2) years beginning on the date as of which all of the Parties have signed this MOU, unless the Parties agree in writing on a different end date. Either of the Parties may withdraw from this MOU at any time for any reason. However, the Parties intend to provide notice to the other Party at least sixty (60) days in advance.

5. CONFIDENTIALITY The parties acknowledge and agree that to the extent permitted by law (including, but not limited to, the Ralph M. Brown Act and California Public Records Act), this Term Sheet and the terms set out herein, the fact that discussions are being held between the Parties, as well as all information and documents related to this MOU will be deemed Confidential Information for purposes of the Confidentiality Agreement entered into by the Parties dated 12.07.2024.

6. FINAL PROVISIONS

By signing below, each signatory acknowledges the terms within the non-binding Memorandum of Understanding and is an authorized representative of each entity below. Any amendments to this MOU must be made in writing and signed by authorized representatives of both Parties.

7. COSTS

Each party shall bear its own costs associated with the implementation of this MOU.

8. NON-EXCLUSIVITY

This MOU is non-exclusive; nothing in this MOU shall be construed as a limitation or restriction on the right of either Party to enter into agreement(s) with third part(ies) regarding the subject of this MOU.

9. DATA PROTECTION PROTOCOLS.

We, Kigentech Technology Inc, are committed to protecting the privacy and security of personal information entrusted to us by our clients and consumers. In accordance with the California Consumer Privacy Act (CCPA), we adhere to strict protocols for the collection, use, and disclosure of personal data. Our practices ensure transparency regarding the types of personal information we collect, the purposes for which it is used, and the third parties with whom it may be shared, if any. Additionally, individuals have the right to request access to their personal information, request deletion of their data, and opt-out of the sale

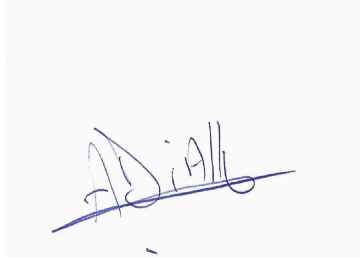
of their personal information. These measures underscore our dedication to maintaining the highest standards of data privacy and security for our valued stakeholders.

For the City of Lancaster

DocuSigned by:
Jason Caudle July 30, 2024 | 8:32:10 AM PDT July 30, 2024 | 8:43:30 AM PDT August 10, 2024 | 11:36:29 AM PDT
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JASON CAUDLE, CEO Lancaster Energy

For Kigen Technology, Inc.



DocuSigned by:
Abdoulaye Diallo August 9, 2024 | 7:44:23 PM PDT
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ABDOULAYE DIALLO, Chief Executive Officer

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AA August 12, 2024 | 3:54:44 PM PDT