



International
Carbon
Registry

ICR representation deed

Name of project: **AgroEcology_Italy Reducing GHG
Emissions and Increasing Carbon Sequestration in
Italian Agriculture**

Representation Deed Recitals

Amend tables, and signatory fields and adjust the text to consider different numbers of Project proponents

Project Proponent Information	
Name of Project proponent	Alberami S.r.l. Società Benefit
Registration Number	IT05148380750
Address	Via Padre Bernardo Paoloni, 10 – 73100 Lecce (LE) Italy
Contact person	Francesco Musardo
Title	CEO, Founder
Telephone	+39 0832 182 7840 / +39 351 821 4474
Email	Info@alberami.it / f.musardo@alberami.it

Focal Information	
Name of Focal	Alberami S.r.l. Società Benefit
Registration Number	IT05148380750
Address	Via Padre Bernardo Paoloni, 10 – 73100 Lecce (LE) Italy
Authorized representative	Francesco Musardo
Title	CEO, Founder
Telephone	+39 0832 182 7840 / +39 351 821 4474
Email	Info@alberami.it / f.musardo@alberami.it

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This Representation deed is made on 11/07/2024

By

Alberami S.r.l. Società Benefit, of Via Padre Bernardo Paoloni, 10 - 73100 Lecce (LE) Italy, (as **Project proponent**);

And

Alberami S.r.l. Società Benefit, of Via Padre Bernardo Paoloni, 10 - 73100 Lecce (LE) Italy (as **Focal**);

- A. The project proponent(s) implemented and operates a climate project as defined by the ICR requirement document titled **AgroEcology_Italy: Reducing GHG Emissions and Increasing Carbon Sequestration in Italian Agriculture**, located in **Lecce, Via Padre Bernardo Paoloni, 10** in **Italy** (the Project) and is as such the initial beneficial owner of the GHG emission mitigation generated by the Project as defined in the ICR requirement document.
- B. The project proponent(s) intend to submit/having submitted the project for registration with the ICR program and intends to issue ICCs consequent to conformity to all the applicable requirements of the ICR program subject to validation of the project and verification of the GHG emission mitigation outcomes;
- C. The project proponent(s) and the focal have come to an agreement on the representation of the project and its benefits and wish to acknowledge the representation of the project and the appointment of a focal for the project.

1. Definitions

Unless otherwise defined in this ICR representation deed or the context requires otherwise, words and expressions used in this deed (including the recitals) have the meanings assigned to them in the ICR requirement document or as defined below. Documents referred to in this deed but not defined shall be the ICR operational documents, as updated from time to time, to which the relevant term relates as applicable.

Focal means a party to this deed being

- (i) one of the project proponent(s),
- (ii) an organization that has been appointed by the project proponent(s) to represent the project or
- (iii) any organization to whom the project proponent has assigned all of its rights to the project's emission mitigations for the entire project crediting period;

Letter of authorization means a letter issued by the project proponent and the focal authorizing an acceding individual, to perform functions or powers for the organization;

Project means **AgroEcology_Italy: Reducing GHG Emissions and Increasing Carbon Sequestration in Italian Agriculture**

Proof of right means document(s) demonstrating the right to all and any GHG emission mitigations generated by the project during the crediting period.

Project ownership means the legal right to control and operate the project activities by the project proponent;

2. Representation

This representation deed witnesses as follows:

The project proponent(s) represents and warrants that:

- i. All factual information that provided in relation to this representation is to the best of the project proponent's knowledge following due inquiry true, accurate, and complete in all material respects and I have not made or provided, and will not make or provide, false, fraudulent or misleading statements or information in relation to this Deed;
- ii. The project design description and any other project documents for which the project proponent is responsible, and supplies to the ICR registry directly or indirectly through the focal and any other person in relation to the operation of the project under the ICR program requirements, are true and accurate in all material respects and do not and will not contain any false, fraudulent or misleading statements or information;
- iii. The project proponent(s) holds full and exclusive legal and equitable title and rights to all and any GHG emission mitigations generated by the project and eligible to request issuance of instruments during the crediting period free and clear of all encumbrances; and
- iv. No individual or organization will submit, seek, request or receive any recognition of, or legal rights in respect of, the GHG emissions mitigations generated by the project during each monitoring period and for which issuance of instruments will be requested, as another form of GHG related environmental instrument (including without limitation as renewable energy certificates), or the project proponent or the focal will provide evidence to the ICR registry in accordance with the ICR requirements that any such instruments have not been used and have been canceled under the relevant environmental instrument program or a statement that they will not be claimed for the same monitoring period.

The project proponent acknowledges and agrees that:

- i. The following organizations and/or individuals, without limitation, may rely on and enforce the terms of this deed:
 - a) The ICR;
 - b) Account holders holding ICCs relating to the project at any given time;
 - c) Account holders that have retired ICCs relating to the project; and
 - d) Indirect owners of Instruments referred to in b) and c);
- ii. Neither ICR, nor any of its respective affiliates, directors, employees, agents, licensors and/or contractors, shall be liable with respect to any claims whatsoever arising out of this deed or erroneous information within the project documents submitted to the ICR registry for indirect, consequential, special, punitive or exemplary damages, including, without limitation, claims brought against ICR by account holders, project proponents, validation/verification bodies or any other third party. This paragraph shall apply regardless of any actual knowledge or foreseeability of such damages;
- iii. The project proponent understands and will abide by the ICR operational documents; and

- iv. The project proponent acknowledges that ICR has an absolute right to amend any of the operational documents at any time and shall not bear any liability for loss or damage or liability of any kind sustained by the project proponent or any other party involved in the project in any way under the ICR program as a consequence of such amendment.

The project proponent acknowledges and agrees that by appointment of any focal to this deed, the project proponent(s) shall be jointly and severally liable for the representations, warranties and obligations expressed to be assumed by the focal in this deed.

The project proponents(s) acknowledge and agree that any organization and authorized representatives who satisfies the criteria set out in the definition of a "focal" and appointed to this deed as a focal are bound by the terms herein.

The project proponent acknowledges and agrees that if, as a result of any appointment of a focal described above, the number of the project proponents under this deed is two or greater, any project proponent may terminate its participation in the project and be released from its obligations hereunder by providing instructions to the ICR, provided that no release of a representation shall be effective if as a result of such release the project proponent will comprise of less than one representation.

3. Appointment of a Focal

Option A: Exclusive rights as project proponent(s)

- A. The project proponent(s) declares that one project proponent **Alberami S.r.l. Società Benefit** and its authorized representative(s), shall be the focal and act on behalf of the project proponent(s) with exclusive rights, in respect of the following:
 - i. Open an account on behalf of the project proponent(s) in the ICR registry in the name of the focal and the project proponent(s) as applicable;
 - ii. Be the focal correspondence for all communications with the ICR program related to registration of the project, its operation, and issuance and activation of instruments;
 - iii. Be the focal correspondence for submission of all documents to ICR program via the ICR registry platform or by other means;
 - iv. Be responsible to follow all the ICR operational documents, applicable at the time of submission of the project and or issuance and activation requests;
 - v. Be the focal correspondence to validation and verification bodies approved by ICR for conducting project validation and verifications of GHG emission mitigation;
 - vi. Responding to questions and clarification requests by ICR admin related to the project;
 - vii. To transfer, retire and/or cancel issued ICCs as deemed appropriate by the focal.

4. Governing Law and Jurisdiction

This deed and all non-contractual or other obligations arising out of or in connection with it, e.g. project agreement, registration, issuances of ICCs, etc., are governed by Icelandic law and the EU and the European courts shall have exclusive jurisdiction to settle any dispute arising from or connected with this deed, including a dispute regarding the existence, validity or termination of this deed or the consequences of its nullity.

5. Counterparts

This deed may be executed in any number of counterparts, which when executed and delivered is an original and all of which together evidence the same deed.

Alberami S.r.l. Società Benefit

Alberami S.r.l. Società Benefit

Francesco Musardo, CEO & Founder,
f.musardo@alberami.it

Francesco Musardo, CEO & Founder,
f.musardo@alberami.it

Edivando Vitor do Couto,
Head of Carbon Projects and MRV,
e.couto@alberami.it

Schedule 1 - Interpretation

The singular includes the plural and vice versa (unless the context otherwise requires);

Where a word or expression is given a particular meaning, other parts of speech and grammatical forms of that word or expression have a corresponding meaning.

The headings do not govern or affect the interpretation of this Agreement.

If any provision in a definition confers rights or imposes obligations on any Party, the effect is given to it as a substantive provision of this Agreement.

Unless the context indicates otherwise, an expression that denotes any gender includes both the others; reference to a natural person includes a juristic person; the singular includes the plural, and the plural includes the singular.

The words "including" and "in particular" are without limitation.


Any reference to a document or Instrument includes the document or Instrument as ceded, delegated, novated, altered, supplemented, or replaced from time to time.

A reference to a Party includes that Party's successors-in-title and permitted assigns.

In the event of ambiguity, the rule of interpretation that the Agreement must be interpreted against the Party responsible for drafting the Agreement does not apply.

The termination of this Agreement does not affect those of its provisions that expressly provide that they will operate after termination, or must continue to have effect after termination, or which must by implication continue to have effect after termination.

Schedule 2 – Project Proponent(s)

Project proponent	
Legal name	Alberami S.r.l. Società Benefit
Registered operating address:	Via Padre Bernardo Paoloni, 10 – 73100 Lecce (LE) Italy
Legal form	Corporation
Industry sector	Commerce – As per Company Registration Report
Website and email	www.alberami.com / Info@alberami.it
Company registration number	IT05148380750 – As per Company Registration Report
Tel.	+39 0832 182 7840 / +39 351 821 4474
Identification of directors who have ultimate control and provide evidence of identity with a copy of drivers license or passport (amend the list as applicable):	
ID number:	National ID N: CA26756PG
Name:	Francesco Musardo
Title	CEO & Founder
Nationality:	Italian
Date of birth:	15/09/1982
Address:	Viale Francesco Crispi, 79 – 72017 Ostuni (BR) Italy
Email address:	f.musardo@alberami.it
Tel.:	+39 351 821 4474
	
Identification of Authorized Signatories, please provide evidence of authorization and identity with a copy of drivers license or passport (amend list as applicable):	
ID number:	National ID N: CA26756PG
Name:	Francesco Musardo
Title	CEO & Founder
Nationality:	Italian
Date of birth:	15/09/1982
Address:	Viale Francesco Crispi, 79 – 72017 Ostuni (BR) Italy
Email address:	f.musardo@alberami.it
Tel.:	+39 351 821 4474

Purpose of business relationship with ICR, including its registry platform:	<input checked="" type="checkbox"/> Project Proponent <input type="checkbox"/> Validation/Verification Body <input type="checkbox"/> Market Participant <input type="checkbox"/> General User <input type="checkbox"/> Other, Please state
Purpose of the account	<input checked="" type="checkbox"/> Transactions only for own account. The project proponent declares that he will only act for his own account and not be acting as an agent, fiduciary, riskless principal, account manager, trustee or otherwise for a third party customer. <input type="checkbox"/> Transaction on behalf of others and own account. Confirms that in entering orders and effecting transactions over the account, the account holder will be acting on behalf of third parties.
Other applicable Information	Click or tap here to enter text.
Attachments (mark checkboxes if evidence is provided with attachments)	<input checked="" type="checkbox"/> Copy of passport <input checked="" type="checkbox"/> Certificate of incorporation <input type="checkbox"/> Letter of Authority of Authorized Signatories <input type="checkbox"/> VAT registration statement (if applicable)
Establish a registry account with ICR?	<input checked="" type="checkbox"/>

Schedule 2b – Project Proponent(s) Authorized Representative(s)

Focal	Name	Title	Passport ID	email	Tel.w/country code
Alberami S.r.l. Società Benefit	Edivando Vitor do Couto	Head of Carbon Projects and MRV	FX126797	e.couto@alberami.it	+49 176 6287 0337

Letter of Authority

11 July 2024

By means of this Letter of Authority, Francesco Musardo, with ID number CA26756PG and date of birth 15/09/1982, as the CEO and Founder of the legal entity Alberami S.r.l. Società Benefit, concedes the authority to Edivando Vitor do Couto, with ID number FX126797 and 07/09/1986, as the Head of Carbon Projects and MRV of the legal entity Alberami S.r.l. Società Benefit, to act as a representative for Alberami S.r.l. Società Benefit concerning the International Carbon Registry (ICR).


Francesco Musardo, CEO and Founder
f.musardo@alberami.it

Dr. Edivando Vitor do Couto,
Head of Carbon Projects and MRV
e.couto@alberami.it

Schedule 2c – Evidence of ownership

Provide evidence of ownership of the Project.

Schedule 3 – Focal

Project proponent	
Legal name	Alberami S.r.l. Società Benefit
Registered operating address:	Via Padre Bernardo Paoloni, 10 – 73100 Lecce (LE) Italy
Legal form	Corporation
Industry sector	Commerce – As per Company Registration Report
Website and email	www.alberami.com / Info@alberami.it
Company registration number	IT05148380750 – As per Company Registration Report
Tel.	+39 0832 182 7840 / +39 351 821 4474
Identification of directors who have ultimate control and provide evidence of identity with a copy of drivers license or passport (amend the list as applicable):	
ID number:	National ID N: CA26756PG
Name:	Francesco Musardo
Title	CEO & Founder
Nationality:	Italian
Date of birth:	15/09/1982
Address:	Viale Francesco Crispi, 79 – 72017 Ostuni (BR) Italy
Email address:	f.musardo@alberami.it
Tel.:	+39 351 821 4474
	
Identification of Authorized Signatories, please provide evidence of authorization and identity with a copy of drivers license or passport (amend list as applicable):	
ID number:	National ID N: CA26756PG
Name:	Francesco Musardo
Title	CEO & Founder
Nationality:	Italian
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Purpose of business relationship with ICR, including its registry platform:	<input checked="" type="checkbox"/> Project proponent <input type="checkbox"/> Validation/Verification Body <input type="checkbox"/> Market participant <input type="checkbox"/> General user <input type="checkbox"/> Other, Please state	
Purpose of the account	<input checked="" type="checkbox"/> Transactions only for own account. The focal declares that he will only act for his own account and not be acting as an agent, fiduciary, riskless principal, account manager, trustee or otherwise for a third party customer. <input type="checkbox"/> Transaction on behalf of others and own account. Confirms that in entering orders and effecting transaction over the account, the account holder will be acting on behalf of third parties.	
Other applicable Information	Click or tap here to enter text.	
Attachments (mark checkboxes if evidence is provided with attachments)	<input checked="" type="checkbox"/> Copy of passport <input checked="" type="checkbox"/> Certificate of incorporation <input type="checkbox"/> Letter of Authority of Authorized Signatories <input type="checkbox"/> VAT registration statement (if applicable)	
Establish a registry account with ICR?	<input type="checkbox"/>	

Schedule 3b – Focal Authorized Representative(s)

Focal	Name	Title	Passport ID	email	Tel.w/country code
Alberami S.r.l. Società Benefit	Edivando Vitor do Couto	Head of Carbon Projects and MRV	FX126797	e.couto@alberami.it	+49 176 6287 0337

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Francesco Musardo, CEO and Founder
f.musardo@alberami.it

Dr. Edivando Vitor do Couto,
Head of Carbon Projects and MRV
e.couto@alberami.it

Schedule 3c – Proof of Right

If applicable, provide Proof of Right.

Schedule 4 – Other information

If applicable, provide more information.