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contribution agreement 1/1

Ticker: AAPL

German InfraSerts – On January 1, 1997, coinciding with a reorganization of the Hoechst businesses in Germany, real estate service companies (“InfraSerts”) were created to own directly the land and property and to provide various technical and administrative services at each of the manufacturing locations. Celanese has manufacturing operations at three locations in Germany: Oberhausen, Frankfurt am Main-Höchst, and Kelsterbach, and is holding interests in the companies which own and operate the former Hoechst sites in Gendorf, Knapsack and Wiesbaden.

InfraSerts are liable for any residual contamination and other pollution because they own the real estate on which the individual facilities operate. In addition, Hoechst, as the responsible party under German public law, is liable to third parties for all environmental damage that occurred while it was still the owner of the plants and real estate. The **contribution agreements** entered into in 1997 between Hoechst and the respective operating companies, as part of the divestiture of these companies, provide that the operating companies will indemnify Hoechst against environmental liabilities resulting from the transferred businesses. Additionally, the InfraSerts have agreed to indemnify Hoechst against any environmental liability arising out of or in connection with environmental pollution of any site. Likewise, in certain circumstances Celanese could be responsible for the elimination of residual contamination on a few sites that were not transferred to InfraServ companies, in which case Hoechst must reimburse Celanese for two-thirds of any costs so incurred.

Other references to Hoechst AG and Nutrinova...GmbH's 28 August 1997 Contribution Agreement/Contribution Contract:

<http://www.ipfraud.info/NUTRINOVA2001.pdf#page=1>

<http://www.ipfraud.info/29NOVEMBER2001-WITNESS-STATEMENT-NUTRINOVA-STAMP-DUTY.pdf#page=2>

Clairant's USPTO history - [Jun 30 1997](#) - has a "PARTIAL BUSINESS TRANSFER" reference to a [draft contributions agreement and annexes](#)
[Example of a German Contributions Agreement \(filed on US6326087\)](#)