

**Letter of Mandate for the Recovery of Sovereign Fund
Invested by the Libyan Investment Authority with the Goldman Sachs Group, Inc.**

Know All By These Presents That:

The National Transitional Council of Libya, the sole and legal representative of Libya, the undersigned, hereby effective 28 September, 2011, at Benghazi, Libya, appoint the following committee

- Mr. _____, President
- Mr. _____, member
- Mr. _____, member

And grant them full authority to select and engage the law firms and others who they deem needed with and through which they work, as its true and **lawful Mandate** to represent the National Transitional Council of Libya for the purpose of the identification, negotiation, collection, marshaling and transmittal to it, of sovereign funds, the Libya Investment Authority, and other assets of the Libyan peoples which were previously or are currently deposited or maintained at accounts or under an investment agreement with **The Goldman Sachs Group, Inc.**, its subsidiaries, operating groups, sections and divisions, or affiliated thereof.

Mandate is specifically authorized to enter into and conclude, on their own authority, any and all negotiations with **The Goldman Sachs Group, Inc.**, its subsidiaries, operating groups, sections and divisions, directors, officers, employees and, or their Mandates (collectively "Goldman") and on behalf of the National Transitional Council to resolve the matter of the in sovereign funds entrusted by the Libyan Investment Authority since 2007 to Goldman, and to obtain the recovery of any and all funds entrusted to, invested or managed by Goldman, including any and all fees paid to Goldman. Mandate is further authorized to similarly pursue any investment banking, securities, investment manager, hedge fund or investment counterparty that may have been involved in the trades **arranged by Goldman** involving funds of the Libya Investment Authority and other assets of the Libyan peoples in order to follow these assets to their final disposition and recover such funds regardless of their disposition.

The National Transitional Council and government of Libya agree to cooperate fully in the foregoing. The National Transitional Council of Libya will not make any upfront payments to law firms engaged by Mandate and all expenses and reasonable and customary fees will be strictly paid to the law firms from proceeds of the recovered funds on a contingency basis.

In witness whereof, I, _____, _____ have signed this Letter of Credentials and affixed hereto my official seal.

By:

Name:
Title:
Date:
Seal: