

diGENOVA & TOENSING, LLP
ATTORNEYS-AT-LAW

April 15, 2019

PRIVILEGED AND CONFIDENTIAL
ATTORNEY-CLIENT COMMUNICATION

Mr. Viktor Shokin

RETAINER LETTER

1. Viktor Shokin ("Client") hereby engages the firm of diGenova & Toensing, LLP ("Firm" or "Attorneys") to represent him for the purpose of collecting evidence regarding his March 2016 firing as Prosecutor General of Ukraine and the role of then-Vice President Joe Biden in such firing, and presenting such evidence to U.S. and foreign authorities.

2. Client acknowledges that he has been advised the Firm's services may entail activities subject to mandatory public disclosure under United States law. In particular, the Foreign Agents Registration Act ("FARA," 22 U.S.C. § 611 *et seq.*) requires the Firm to register and report certain of its activities on behalf of foreign political parties or entities. Client understands that any questions or concerns about FARA or other mandatory disclosure laws should be raised with a Firm Attorney prior to agreeing to the representation.

3. Client agrees to compensate the Firm for the services rendered on the basis of a flat fee of \$25,000 per month, plus costs, for four months. Unless otherwise agreed in writing by both parties, the Firm's representation of Client will terminate at the conclusion of the four month period.

4. Upon acceptance of this Retainer Letter, Client shall deposit \$125,000 with the Firm as a retainer and advance toward payments of the monthly fees and any costs that may be incurred by the Firm, which sum shall be deposited in an escrow account, separate from the Firm's operating account until earned or disbursed by Attorneys. Any amount of expense money remaining after the representation ends shall be returned to Client.

5. Attorneys will provide Client a monthly statement for costs incurred from the previous month.

ENGAGEMENT LETTER

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6. Fees and costs incurred in connection with Attorneys' representation are not contingent upon the successful completion of any project.

Dated: _____

By: _____

Mr. Viktor Shokin

Dated: April 15, 2019

By:  _____

Victoria Toensing, Esq.
diGenova & Toensing, LLP