

Česká televize
IČO: 00027383

a

Caligari Film- und Fernsehproduktions GmbH
Reg.Nr.: HRB 79889

**DEAL MEMO – SHRUTÍ MOŽNÉ BUDOUCÍ
SPOLUPRÁCE**

č. 1085524/512

Předmět smlouvy: finanční a výrobní struktura možné budoucí spolupráce

Cena, případně hodnota: nelze určit

Datum uzavření: 10.11.2017

“ [REDACTED] ”

Financing and Production Structure

High Level Overview



I.

Financing and Production Structure Overview

1. Caligari Film- und Fernsehproduktions GmbH, Reisingerstraße 5, 80337 München ("Caligari" or "Producer"), a German film and TV production company, intends to produce and exploit a television [REDACTED] provisionally entitled "[REDACTED]". The [REDACTED] is based on the property [REDACTED] created by [REDACTED] and the underlying rights hereto are licensed to [REDACTED].
2. Czech TV, registered office at Na Hřebenech II 1132/4, 147 00 Praha 4, ID No: 00027383, VAT ID No: CZ00027383, established in accordance with Act No483/1991 Czech Coll. of Laws, on Czech Television, not entered in the Business Register, represented by Petr Dvořák, general director ("Czech TV") intends to enter into [REDACTED] with [REDACTED] with regard to the acquisition of [REDACTED] and to use [REDACTED] as well as to [REDACTED] other than [REDACTED] in the territories [REDACTED].
3. Czech TV has previously licensed or otherwise acquired [REDACTED]. For the avoidance of doubt, [REDACTED].
4. The German financing of the Budgeted Production Costs shall [REDACTED]. Finance Plan attached hereto as **Annex 1**.
5. It is intended to, inter alia, to structure the production of the [REDACTED] as a production qualifying for the Czech cash rebate pursuant to the

Czech incentives scheme, governed by Act No. 496/2012 on Audiovisual Works and Support for Cinematography (the "Czech Tax Credit").

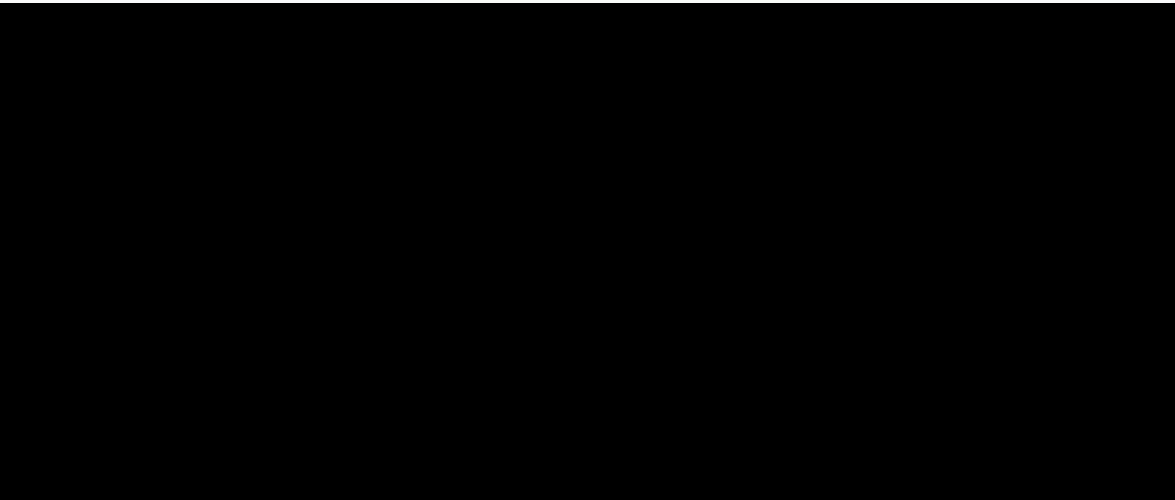
6. Caligari will enter into a [REDACTED]
[REDACTED]

7. Czech TV is hereby authorized by the Producer and will directly enter into [REDACTED] and be responsible for [REDACTED] The rights granted by [REDACTED] to ensure the optimal utilization of the [REDACTED] The Producer will declare and will be fully responsible that he has acquired [REDACTED] The Producer will fully settle [REDACTED] will not infringe any third party rights. The Producer will provide [REDACTED]

8. The common understanding is that Caligari will include Czech TV in [REDACTED]

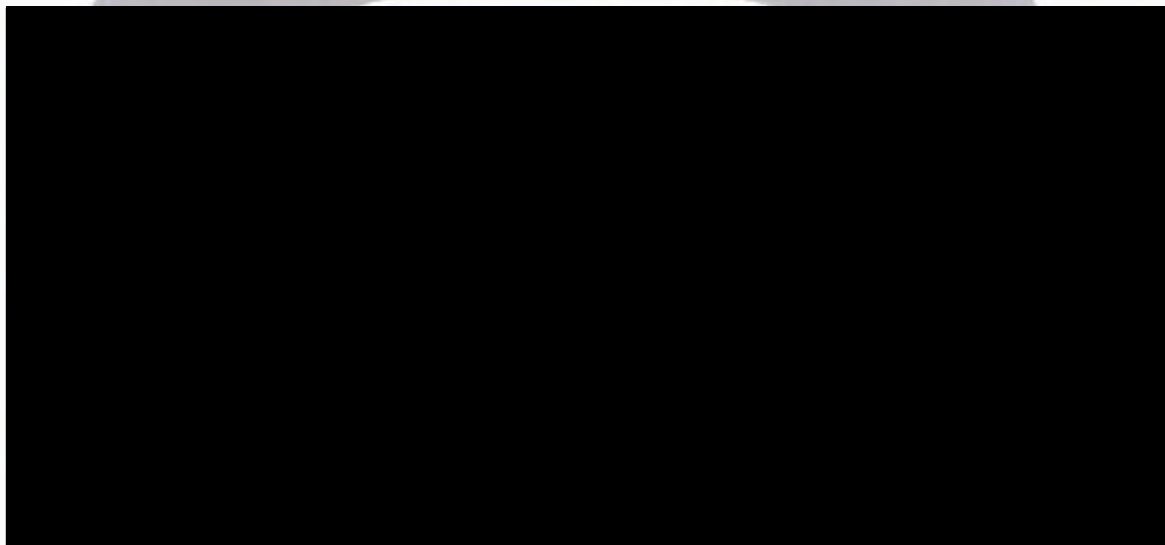
9. Should Caligari and Czech TV mutually decide [REDACTED]
[REDACTED]

[REDACTED]



II. Production qualifying for a Czech Cash Rebate

The production of [REDACTED] shall qualify for the Czech cash rebate and, hence, its structure shall be as follows:



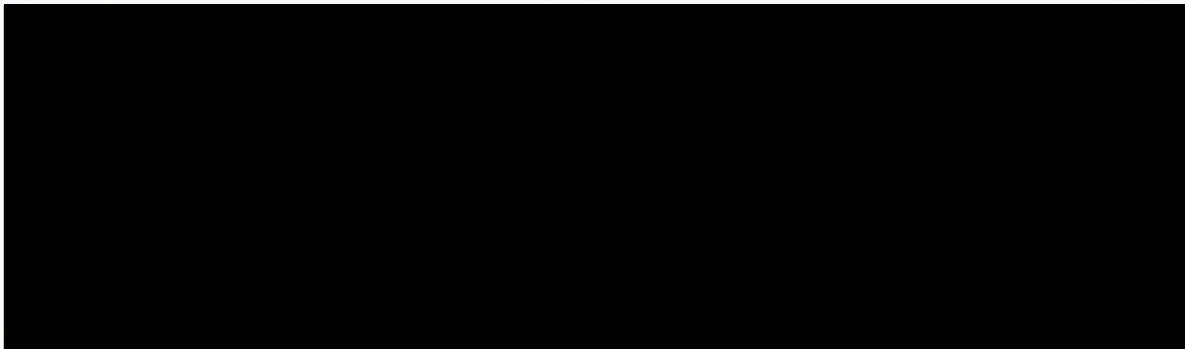
III. Transaction Documents

With respect to the Czech portion of the financing, the parties will enter into the following agreements for the purpose of the financing, production and exploitation of [REDACTED], individually or jointly, depending on the agreement.

[REDACTED] by and between Producer and Czech TV, including any contractual arrangements necessary to facilitate [REDACTED]

[REDACTED]

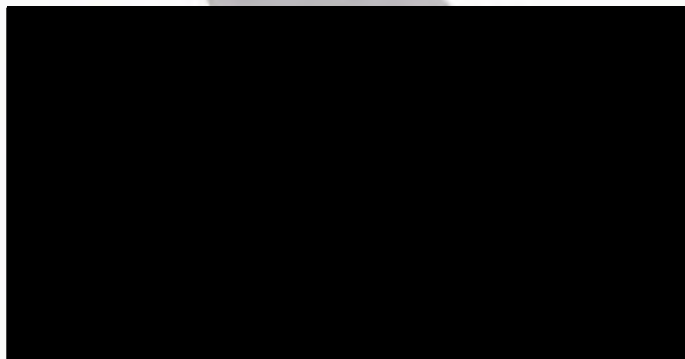




IV. The Parties agree that information in this agreement highlighted in yellow is confidential (e.g. as a business secret) and neither contracting Party shall disclose such information to any third party without the prior written consent of the other Party. This prohibition remains in effect after the performance of the agreement is completed or terminated, with the exception of information: (i) that the Czech TV provides to third parties within a regular scope in relation to the preparation, production, distribution and/or promotion of its program content to which this agreement relates and/or in relation to its own promotion; (ii) that a contracting Party provides or makes public based on a legal regulation; and (iii) that a contracting Party provides to its specialist advisors and/or other associates equally bound by the legal and/or contractual duty of confidentiality. This agreement shall be made accessible to general public in accordance with Czech law provided that information highlighted in yellow was redacted.

Annex 1 – Preliminary financing plan

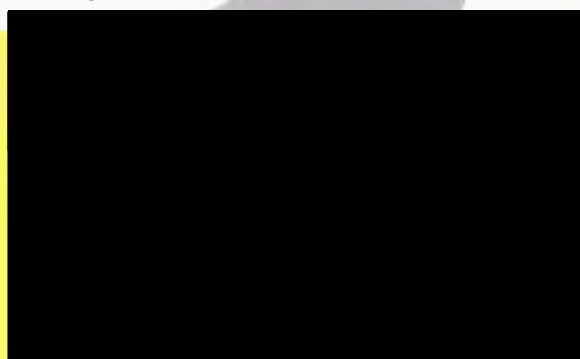
Česká televize



Petr Dvořák
Director general
Prague

Date: 27-10-2017

Caligari



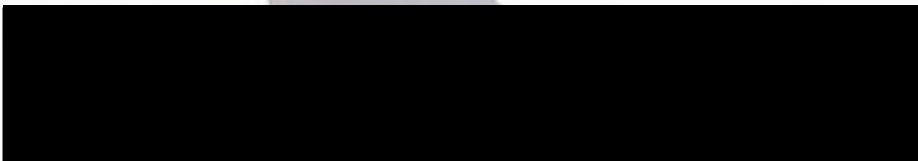
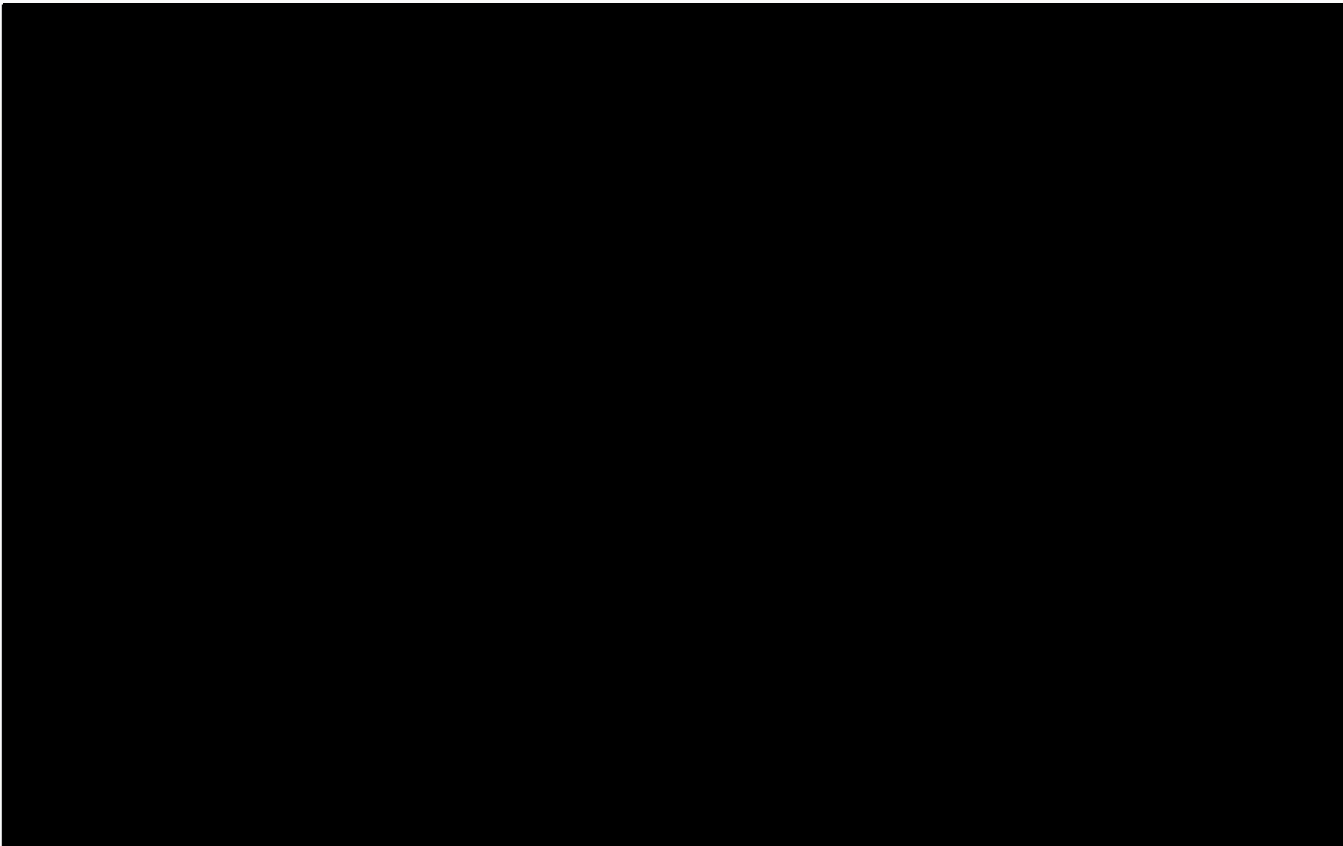
Gabriele M. Walther
Founder & Managing Director
Munich:

Date: 10.11.2017

CALIGARI
Film- und Fernsehproduktions GmbH
Weisingerstr. 5 80337 München
H. 00 40 700400537

ANNEX 1
PRELIMINARY FINANCING PLAN

 **CALIGARI**



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