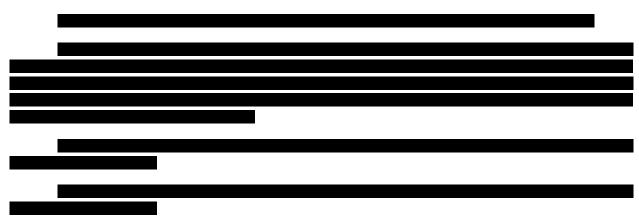
GLOSSARY

The following terms shall have the following meanings:

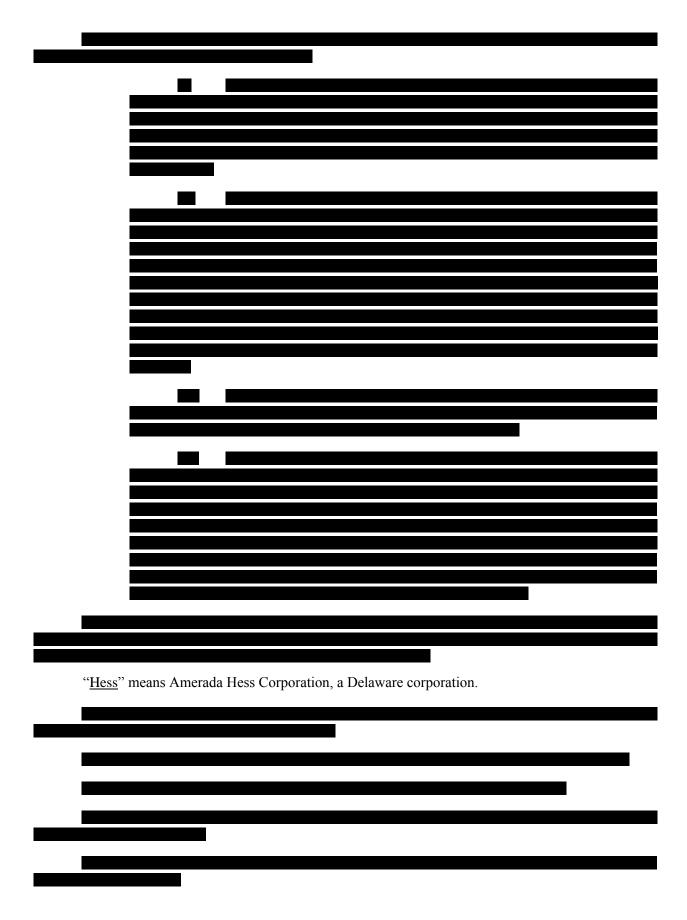
"Affiliate" means the following: (i) with respect to any PDVSA Party, PDVSA and any entity directly or indirectly controlled by PDVSA (other than the referent PDVSA Party); (ii) with respect to any Hess Party, Hess and any entity directly or indirectly controlled by Hess (other than the referent Hess Party); and (iii) with respect to any other Person, any entity directly or indirectly controlled by, controlling or under common control with such Person. For purposes of this definition, "control" means the direct or indirect ownership of more than fifty percent (50%) of the equity interests or voting rights in a Person. The Republic of Venezuela shall not be considered to be an Affiliate for purposes of this Agreement, nor shall any political subdivision of the Republic of Venezuela.



NEWYORK 9205224 B-1

deficience connection engineers or other	Damages" means any and all obligations, liabilities, damages, injuries, fines, liens, penalties, ies, losses, Judgments, settlements, costs and expenses (including costs and expenses incurred in on with performing obligations, bonding and appellate costs and attorneys', accountants's, health, safety, environmental and other consultants' and investigators' fees and disbursements payments in respect of such payments), net of any recoveries, regardless of whether any of the gare foreseeable or unforeseeable, matured or unmatured.

NEWYORK 9205224 B-7



NEWYORK 9205224 B-11