TRADE AND INVESTMENT FRAMEWORK AGREEMENT BETWEEN THE UNITED STATES OF AMERICA AND GEORGIA

The Government of the United States of America and the Government of Georgia (individually a "Party" and collectively the "Parties"):

Desiring to enhance the bonds of friendship and spirit of cooperation, to expand trade, and to strengthen economic relations between the Parties;

Recognizing the importance of fostering an open and predictable environment for international trade and investment;

Recognizing the benefits the Parties can derive from increased international trade and investment, and that trade-distorting investment measures and protectionist trade barriers can reduce these benefits;

Seeking to promote transparency and to eliminate bribery and corruption in international trade and investment;

Recognizing the essential role of private investment, both domestic and foreign, in furthering growth, creating jobs, expanding trade, improving technology, and enhancing economic development;

Recognizing the increased importance of trade in services between their economies;

Taking into account the desirability of reducing non-tariff trade barriers in order to facilitate greater access to their markets;

Recognizing the importance of providing adequate and effective protection and enforcement of intellectual property rights and of membership in and adherence to intellectual property rights conventions;

Recognizing the importance of providing adequate and effective protection and enforcement of worker rights in accordance with each Party's labor laws and of improving the observance of internationally recognized labor rights;

Desiring to ensure that their trade and environmental policies mutually promote sustainable development;

Desiring to encourage and facilitate contacts between enterprises and other private sector groups in each other's territories;

Acknowledging the desirability of resolving trade and investment problems between them as expeditiously as possible;

Desiring to reinforce the multilateral trading system by entering into further reciprocal and mutually advantageous arrangements under the auspices of the WTO;

Noting that the Parties are Members of the World Trade Organization ("WTO") and affirming that this Trade and Investment Framework Agreement ("Agreement") is without prejudice to the rights and obligations of these Parties under the agreements, understandings, and other instruments related to or concluded under the auspices of the WTO;

Noting the Treaty between the Government of the United States of America, and the Government of Georgia Concerning the Encouragement and Reciprocal Protection of Investment ("Bilateral Investment Treaty"), signed on March 7, 1994, between the Parties and affirming that this Agreement is without prejudice to the rights and obligations of the Parties under the Treaty; and

Seeking to create a mechanism for further dialogue on initiatives for expanding their trade through enhanced cooperation and more comprehensive agreements,

HAVE AGREED as follows:

Article One.

The Parties affirm their desire to promote an attractive investment climate and to expand and diversify trade in products and services between the Parties.

Article Two.

1. The Parties hereby establish a United States-Georgia Council on Trade and Investment ("Council"), comprising representatives of each Party. The Georgian side shall be chaired by the Ministry of Economic Development; and the United States' side shall be chaired by the Office of the U.S. Trade Representative ("USTR"). Both Parties may be assisted by officials of other government entities as circumstances require.

2. The Council shall meet at such times and in such places as the Parties may agree. The Parties shall endeavor to meet no less than once a year.

Article Three.

The Council shall:

1. monitor trade and investment relations between the Parties, identify opportunities for expanding trade and investment, and identify relevant issues, such as those related to the protection of intellectual property rights, worker rights, and the environment, that may be appropriate for negotiation in an appropriate forum;

2. consider specific trade matters, and investment matters not arising under the Bilateral Investment Treaty, of interest to the Parties;

3. identify and work to remove impediments to trade and investment between the Parties; and

4. seek the advice of the private sector and civil society, where appropriate, on matters related to the Council's work.

Article Four.

A Party may refer a specific trade matter, or an investment matter not arising under the Bilateral Investment Treaty, to the Council by delivering a written request to the other Parties that includes a description of the matter concerned. The Council shall take up the matter promptly after the request is delivered unless the requesting Party agrees to a later date. Each Party shall endeavor to provide an opportunity for the Council to consider a matter before taking actions that could adversely affect trade or investment interests of the other Party.

Article Five.

This Agreement shall be without prejudice to the law of either Party or to the rights and obligations of either Party under any other agreement.

Article Six.

This Agreement shall enter into force on signature.

Article Seven.

Any Party may withdraw from this Agreement by providing written notice of withdrawal to the other Party. The withdrawal shall take effect on a date the Parties agree or, if the Parties cannot agree, 180 days after the date on which the notice of withdrawal is delivered.

IN WITNESS WHEREOF, the undersigned, being duly authorized, have signed this Agreement.

DONE at Washington, D.C., this 20th day of June 2007, in the English and Georgian languages, both texts being equally authentic.

FOR THE GOVERNMENT OF THE UNITED STATES OF AMERICA:

FOR THE GOVERNMENT OF GEORGIA