

ADDENDUM NO. 1
OF
AGREEMENT FOR FURNISHING EXPERTS
ON
CONSULTANT SERVICES FOR
Detailed Design For DaNang - Quang Ngai Expressway Development Project

WHEREAS, Pursuant to Item 2.4 in the Part II Special Conditions of Joint Venture Agreement No.01/DD-EDDQP/2011 in December 2011 among Nippon Koei Co., Ltd, Nippon Engineering Consultants Co., Ltd, Chodai Co., Ltd and Thai Engineering Consultants Co., Ltd. The Leading Member is Nippon Koei Co., Ltd will take the lead responsibility for the management of the Joint Venture's affairs and will be responsible for communication with the Client.

WHEREAS, Joint Venture of NK – NEC – Chodai – TEC entered into the Contract for Consulting Service dated 15th day of November , 2011 with Project Management Unit No.85 (PMU 85) for Detailed Design for Da Nang - Quang Ngai Expressway Development Project.

WHEREAS, the JV was issued Construction License No.22/2012/BXD-GPTV by Ministry of Construction dated 12th March, 2012;

WHEREAS, the JV was issued Certificate of Office Registration No.852/SXD-VP by Nang's Construction Department dated 21st March, 2012;

WHEREAS, the JV was issued Certificate of Seal by Ministry of Public Security dated 30th March, 2012;

WHEREAS, the JV was issued Certificate of Tax Registration by Ministry of Finance dated 15th March, 2012;

This Addendum No. 1 is made on the 03rd day of the month of April, 2012 among:

- Nippon Koei Co., Ltd. duly organized and existing under the laws of Japan, with its principal office located in 4, Kojimachi 5-chome, Chiyoda-ku, Tokyo, 102-8539 Japan (hereinafter referred to as the "Consultant"); and
- Transport Engineering Design Joint Stock Inc. South, duly organized and existing under the laws of Vietnam, with its principal office located at 92 Nam Ky Khoi Nghia street, District 1, Ho Chi Minh City, Vietnam (hereinafter referred to as the "Sub-consultant"); and
- Joint Venture of NK – NEC – CHODAI – TEC duly organized and existing under the laws of Vietnam, with its principal office located at unit 2, 11th floor, PVFC Building, Lot A2.1, 30 April Street, Hai Chau District, Da Nang City (hereinafter referred to as the "Joint Venture").

NOW THEREFORE, it is mutually agreed by and between the parties hereto as follows:

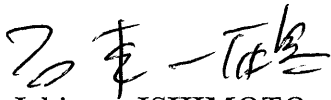


1. The entity of the Agreement as Nippon Koei Co., Ltd (hereinafter referred to as the "NK") will be replaced by Joint Venture of NK – NEC – Chodai – TEC duly organized and existing under the laws of Viet Nam, with its principal office located at Unit 2, 11th floor, PVFC Building, Lot A2.1, 30 April Street, Hai Chau District, Da Nang City and Tax code: 0401482174 and represented by: Mr. Ichizuru Ishimoto, Project Manager.
2. Add the following new Sub-article 9.5 after Sub-article 9.4 of Article 9. Payment of the Agreement:

9.5. The Company will issue VAT invoice for each payment.
3. All contents of the Agreement not specifically modified by this ADDENDUM NO. 1 shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the parties hereto have executed this ADDENDUM NO. 1 in duplicate in English, in their respective names as of the day and year first above written.

For and on behalf of the Consultant



Ichizuru ISHIMOTO
Project Manager
Nippon Koei Co.,Ltd



and on behalf of the Sub-consultant 
an Moc
General Director
Transport Engineering Design Joint Stock Inc.
South



For and on behalf of the Joint Venture



Ichizuru ISHIMOTO
Project Manager
Joint Venture of NK- NEC- CHODAI- TEC

