

LETTER OF SUPPORT

Date: _____

To: **Bank SinoPac**
Ho Chi Minh City Branch

Re: Credit Facility to

Dear Sir,

We are aware that you have offered to grant/continue the above-referenced credit facilities in the amount of up to _____ (the "Facility") to _____ (the "Company"), **our 100% directly** owned subsidiary of which we have the power to direct its management and policymaking. We hereby state and confirm that, so long as any amount remains outstanding to you under the Facility:

1. We shall maintain our present shareholding in the Company and shall not relinquish our present interest, in whole or in part, in the Company without your prior written consent;
2. It is our interest that the Company be properly managed in conformity with standards of prudence generally accepted for its field of business, that the Company maintains its solvency at all times, and that the Company meets all of its obligations from time to time to you;
3. We will not take any action which will result in the Company being unable to carry on its business or otherwise being unable to meet its obligations from time to time to you, and we hereby undertake to advise you forthwith of any circumstances which may affect the continuing operation of the Company;
4. We will upon demand furnish you with our consolidated annual audited financial statements and accounts and will procure that the Company furnishes you with its annual audited financial statements and accounts together with any other additional financial information as may be reasonably required by you from time to time;
5. We will exercise oversight over the Company and will use our best endeavors to provide the Company with such support and resources as may be required for the Company to meet its obligations to you; and
6. The issuance of this letter of Support is duly authorized by all necessary corporate actions without violating any current law, regulation, governmental policy, our articles of incorporation or any internal rules.

This Letter of Support shall be governed by and construed in accordance with the laws of the Republic of China.

Yours truly,

(Name & Position of Signatory)