ภาคผนวก 2-3

สำเนาหนังสือสัญญาการจัดสรรระบบสาธารณูปโภค
จากบริษัท ดับบลิวเอชเอ ยูทิลิตี้ส์ แอนด์ พาวเวอร์ จำกัด (มหาชน)

Contract No. EIE 22/2549

UTILITY SERVICES AGREEMENT

THIS AGREEMENT is made on the December 22nd, 2006 at Bangkok, Thailand.

BETWEEN

1. **EASTERN INDUSTRIAL ESTATE COMPANY LIMITED,** a limited company registered and existing under the laws of Thailand whose registered office is at 18th Floor, UM Tower, 9 Ramkamhaeng Road, Suanluang, Bangkok 10250, Thailand represented by Mr. David R. Nardone and Mr. Vivat Jiratikarnsakul, the authorized directors (the "Developer"),

2. **HMC POLYMERS COMPANY LIMITED,** a limited company registered and existing under the laws of Thailand whose registered office is at Sathorn City Tower, 20th Floor, 175 South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120, Thailand, represented by Mr. Niels Nielsen, the President (the "Industrial Operator").

WHEREAS the Developer is the owner of several plots of land in the Hemaraj Eastern Industrial Estate (Map Ta Phut), 18 Pakorn Songkrohraj Road, Huay Pong Sub District, Muang District, Rayong, Thailand (the "Industrial Estate") and has obtained a permission from the Industrial Estate Authority of Thailand ("IEAT") as has been announced by the Ministry of Industry and published in the Gazette Publication Book to carry on a project in respect of the allotment and sale of such land including to provide Utility Services to the Industrial Operator in the Industrial Estate.

CONFIDENTIAL

WHEREAS the Industrial Operator has purchased from PTT PUBLIC COMPANY LIMITED the land plot No(s). G-06B as marked on the plan attached hereto in Schedule 1 (the "Land") on the Title Deed Nos. 77022 and 123253 attached hereto in Schedule 2 (the "Title Deeds") in the Industrial Estate under the Land Purchase Agreement dated December 14, 2006 (the "Land Purchase Agreement").

WHEREAS PTT PUBLIC COMPANY LIMITED has transferred its right and obligations in relation to the Utility Services to the Industrial Operator under the Transfer Agreement No. EIE 21/2549 dated December 19, 2006 made between EASTERN INDUSTRIAL ESTATE COMPANY LIMITED, PTT PUBLIC COMPANY LIMITED and HMC POLYMERS COMPANY LIMITED (the "Transfer Agreement").

WHEREAS the Developer wishes to provide and the Industrial Operator wishes to obtain the Utility Services from the Developer in accordance with the terms and conditions of this Agreement. The Industrial Operator shall inform the commissioning date of its plant to the Developer in written notice one (1) month in advance.

NOW THEREFORE the Developer and the Industrial Operator hereby agree to make this Agreement subject to the following terms and provisions:

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SCHEDULE 3

Utility Services

Telephone Lines:

30 lines - international (IDD) telephones adjacent to the Land as installed and provided at standard Telephone Organization of Thailand (TOT) charges or approved charges for deposit, installation, and usage.

The Industrial Operator will be required to apply to TOT within the lead-time required by TOT for the use of the telephones, the installation of the lines into the land, and the payment of TOT charges related to the deposit and the installation of same.

Electricity:

A 22 kV or 115 kV transmission line for power supply with the capacity of 60 kVA per Rai will be provided, at the Developer's cost adjacent to the land plot boundary.

The Industrial Operator will be required to apply to its electricity provider within the lead-time required by the electricity provider for the use of the power, the installation of the line into the land, the installation of a substation or transformer as applicable on the land, and the payment of the electricity provider charges related to the deposit and the installation of same.

CONFIDENTIAL

Treated Water Distribution:

The Treated Water or Clarified Water Distribution with the capacity of not less than 8,308.80 cubic meters per day will be provided, at the Developer's cost adjacent to the land plot boundary.

The pressure of the Treated Water Distribution System will not be less than 1.5 bar at the tie-in point location, and will be delivered at a water treatment standard meeting IEAT specifications.

The Industrial Operator will be permitted to use the Treated Water subject to complying with the tie-in specifications of such. The Industrial Operator is to provide and install a certified meter at the tie-in point. Per the IEAT regulations, the Industrial Operator must place a deposit with the Developer as a guarantee for the water consumption payment and also pay a minimum one-time connection fee, which is not exceed Thai Baht 5,000.

The Industrial Operator agrees to pay further one-time excessive charge to the Developer according to the Developer's public rate, if the Industrial Operator consumes Treated Water excess of 8,308.80 cubic meters per day.

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