

Addendum to Global Terms and Conditions of Purchase (issue: May, 2006)

Special Provisions for India

XIII. Indemnity and Insurance

Section (a) shall be replaced as follows:

(a) Without prejudice to the Buyer's right to claim adequate compensation from the Supplier, the Supplier shall indemnify and hold Buyer harmless from any claims (including without limitation claims for personal injury or death or property damage), damages (including without limitation all indirect and consequential damages) costs, expenses and losses directly or indirectly incurred by Buyer (collectively "Damages") arising out of or resulting from a Defective Good or any breach by Supplier of any of its obligations under a Purchase Contract. In the event that a liability for Damages requires negligent action by law Supplier's obligation under this clause shall apply except to the extent Supplier did not act negligently.

XXIV. General Conditions

Section (a) shall be replaced as follows:

(a) Unless otherwise expressly stated in the Purchase Contract the formation of a Purchase Contract, its validity, termination, interpretation, execution and the settlement of any dispute hereunder, shall be governed by the laws of India. The provisions of the United Nations Convention on Contracts for the International Sale of Goods and any conflict-of-laws provisions that would require application of another law, are expressly excluded. Any dispute or difference arising between the parties hereto as to their respective rights or obligations in terms hereof or in connection herewith or incidental hereto (including any dispute or difference as to existence or validity hereof) or as to the interpretation of any of the terms hereof shall exclusively and finally be settled by Arbitrator mutually appointed by the parties under Indian Arbitration and Conciliation Act, 1996 and any rules, notifications, clarifications formed/issued under the said Act. The venue of arbitration shall be Pune, India. The language of arbitration shall be English.

End of Addendum