



**Research and Development Agreement between
Rattanaksoin College for Sustainable Energy and Environment
(RCSEE)
Rajamangala University of Technology Rattanakosin (RMUTR)
and
USE FLO-LINE Co., Ltd.**

Section (1): This research and development agreement is made between Rattanaksoin College for Sustainable Energy and Environment (RCSEE), Rajamangala University of Technology Rattanakosin (RMUTR) located at 96 Moo 3, Puthamathon Sai 5, Salaya, Nakhon Pathom, 73170 Thailand and USE FLO-LINE Co., Ltd. (USE) located at 101/11 Moo 20 Navanakorn, Klong-Neung, Klong-Luang, Pathumthani 12120, Thailand on August 11, 2010 in Bangkok. In this agreement the above stated parties will be referred to as the "Parties".

Section (2): The two parties have agreed to undertake a special research and development work aimed at developing a new Electrohydraulic Load Sensing Intelligent Control for reducing energy losses in hydraulic system and saving energy. This research will be conducted at various levels including the framework of a PhD Degree in the field of "Sustainable Energy and Environment Technology and Management" offered by Rattanaksoin College for Sustainable Energy and Environment.

Section (3): In order to ensure academic achievement, and mutual benefit of both parties RCSEE and USE, special agreement will be signed later.

Section (4): The two parties agree to inform each other of all activities related to this agreement with loyalty and honesty.

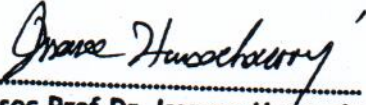
Section (5): This agreement is valid for duration of six years from the date of signature. It is automatically renewed for another period at the expiration date if there is no objection from either party.

Section (6): The terms and conditions of this agreement might be changed as necessary upon mutual agreement of both parties.

Section (7): In case of failure of the terms of this agreement by one party, the other party reserves the right to engage legal suites as stipulated in the Thai law.

Section (8): In case of valid reason, this agreement might be terminated by either party by sending a registered letter to the other party at least 30 days before the date of termination.

RCSEE - RMUTR



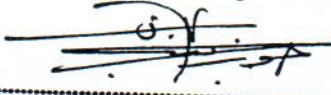
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Assoc.Prof.Dr. Issaree Hunsacharonroj
President
Rajamangala University of technology
Rattanakosin (RMUTR)

USE.FLO-LINE Co.,Ltd.




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Mr.Pongchai Suwan
Deputy Managing Director
USE.FLO-LINE Co.,Ltd.

Witness

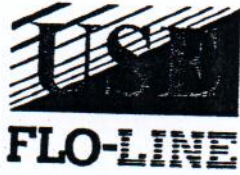


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Prof.Dr. Joseph Khedari
Director
Rattanaksoin College for Sustainable
Energy and Environment (RCSEE)

Witness



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Dr.Thongchai Kaewsard
Deputy Managing Director
USE.FLO-LINE Co.,Ltd.



**Research and Development Contract between
Rattanakosin College for Sustainable Energy and Environment
(RCSEE)
Rajamangala University of Technology Rattanakosin (RMUTR)
and
USE FLO-LINE Co., Ltd.**

Section (1): Referring to the research and development agreement signed on August 11, 2010 in Bangkok between Rattanakosin College for Sustainable Energy and Environment (RCSEE), Rajamangala University of Technology Rattanakosin (RMUTR) located at 96 Moo 3, Puthamonthon Sai 5, Salaya, Nakhon Pathom, 73170 Thailand and USE FLO-LINE Co., Ltd. (USE) located at 101/11 Moo 20 Navanakorn, Klong-Neung, Klong-Luang, Pathumthani 12120, Thailand, this contract is made between the two parties mentioned above "referred to as the Parties" to undertake a special research and development work aimed at developing a new Electrohydraulic Load Sensing Intelligent Control for reducing energy losses in hydraulic system and saving energy. This research will be conducted at various levels including the framework of a PhD Degree of Mr. Kwanchai Sinthipsomboon, a candidate in the field of "Sustainable Energy and Environment Technology and Management" offered by Rattanakosin College for Sustainable Energy and Environment.

Section (2): In order to ensure academic achievement, and mutual benefit of both parties RCSEE and USE, the following has been agreed:

1. USE FLO-LINE Co., Ltd. will allocate a total financial support for this research study stated above estimated at 1,200,000.- Baht. This amount will be used mainly for purchasing necessary items and accessories as required for the project at the company site.
2. Thesis Advisors, Committee Members and Reader(s) acknowledge that this thesis is handled under this special agreement.
3. RCSEE agrees to keep the essential part of this PhD research as "Confidential" at various steps as appropriate.
4. USE FLO-LINE Co., Ltd. will submit application(s) to the Department of Intellectual Property in Thailand and/or abroad to protect the "developed commercial product(s)" as much as needed. It will inform RCSEE of all his actions by writing to RCSEE.
5. USE FLO-LINE Co., Ltd. will pay RCSEE and project development teams an amount of 100,000.- Baht (which is part of the total financial support for the research study, stipulated in item 1) after signing this contract. Next USE Flo-LINE Co., Ltd. will pay RCSEE royalty fees for the commercialized product(s) derived from this research agreement as

- stipulated in item 4 at the rate 2% of the total amount of the commercialized products specified in invoices excluding VAT.
6. To the best achievement of product development and mutual benefit, both parties agreed that additional financial support and technical consultancy in various forms and conditions may be provided by a third party to both parties or to members of their staff and employees as appropriate from a Thai or foreign organization, agency etc.
 7. RCSEE shall provide necessary certificate(s) describing the advantages of the newly developed products to help marketing and commercializing.

Section (3): The two parties agree to inform each other of all activities related to this contract with loyalty and honesty.

Section (4): The terms and conditions of this contract might be changed as necessary upon mutual agreement of both parties.

Section (5): In case of failure of the terms of this contract by one party, the other party reserves the right to engage legal suites as stipulated in the Thai law.

Section (6): This contract is valid for duration of six years from the date of signature. It is automatically renewed for another period at the expiration date if there is no objection from either party.

Section (7): In case of valid reason, this contract might be terminated by either party by sending a registered letter to the other party at least 30 days before the date of termination.

RCSEE - RMUTR



Prof. Dr. Joseph Khedari
Director
Rattanaksoin College for Sustainable
Energy and Environment (RCSEE)

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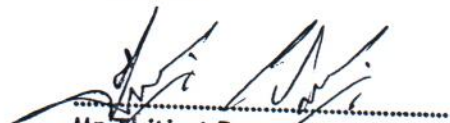
Mr. Pongchai Suwan
Deputy Managing Director
USE.FLO-LINE Co.,Ltd.

Witness



Miss Vorakamol Boonyayothin
Assist. Director for Administration and Policy
Rajamangala University of technology
Rattanakosin (RMUTR)

Witness



Mr. Thitirat Ruangsinwattana
Deputy Managing Director
USE.FLO-LINE Co.,Ltd.

