Fig. 1

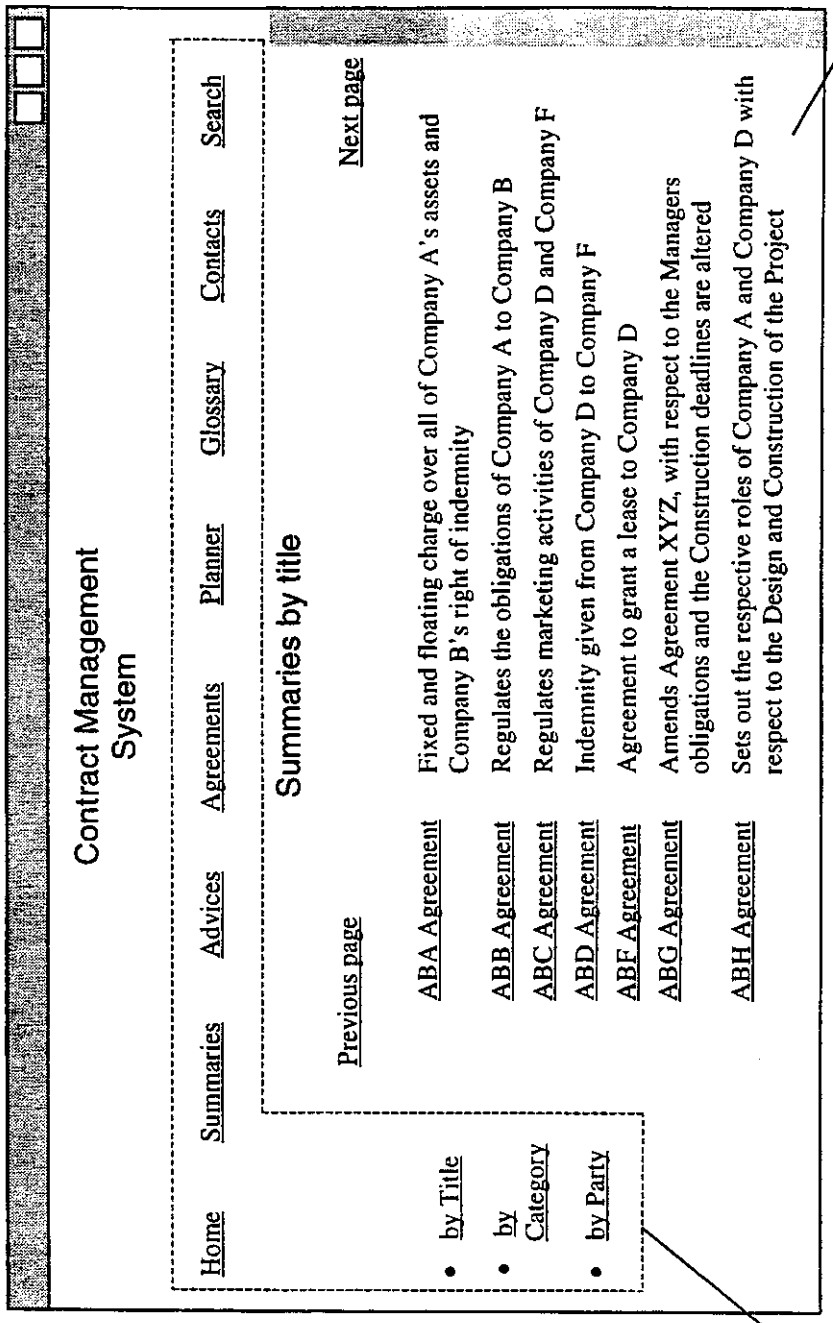

Contract Management System
Home
Summaries
Advices
Agreements
Planner
Glossary
Contacts
Search
Summaries by title
Previous page
Next page
by Title
by Category
by Party
ABA Agreement
Fixed and floating charge over all of Company A's assets and Company B's right of indemnity
ABB Agreement
Regulates the obligations of Company A to Company B
ABC Agreement
Regulates marketing activities of Company D and Company F
ABD Agreement
Indemnity given from Company D to Company F
ABF Agreement
Agreement to grant a lease to Company D
ABG Agreement
Amends Agreement XYZ, with respect to the Managers obligations and the Construction deadlines are altered
ABH Agreement
Sets out the respective roles of Company A and Company D with respect to the Design and Construction of the Project
10
12

Fig. 2

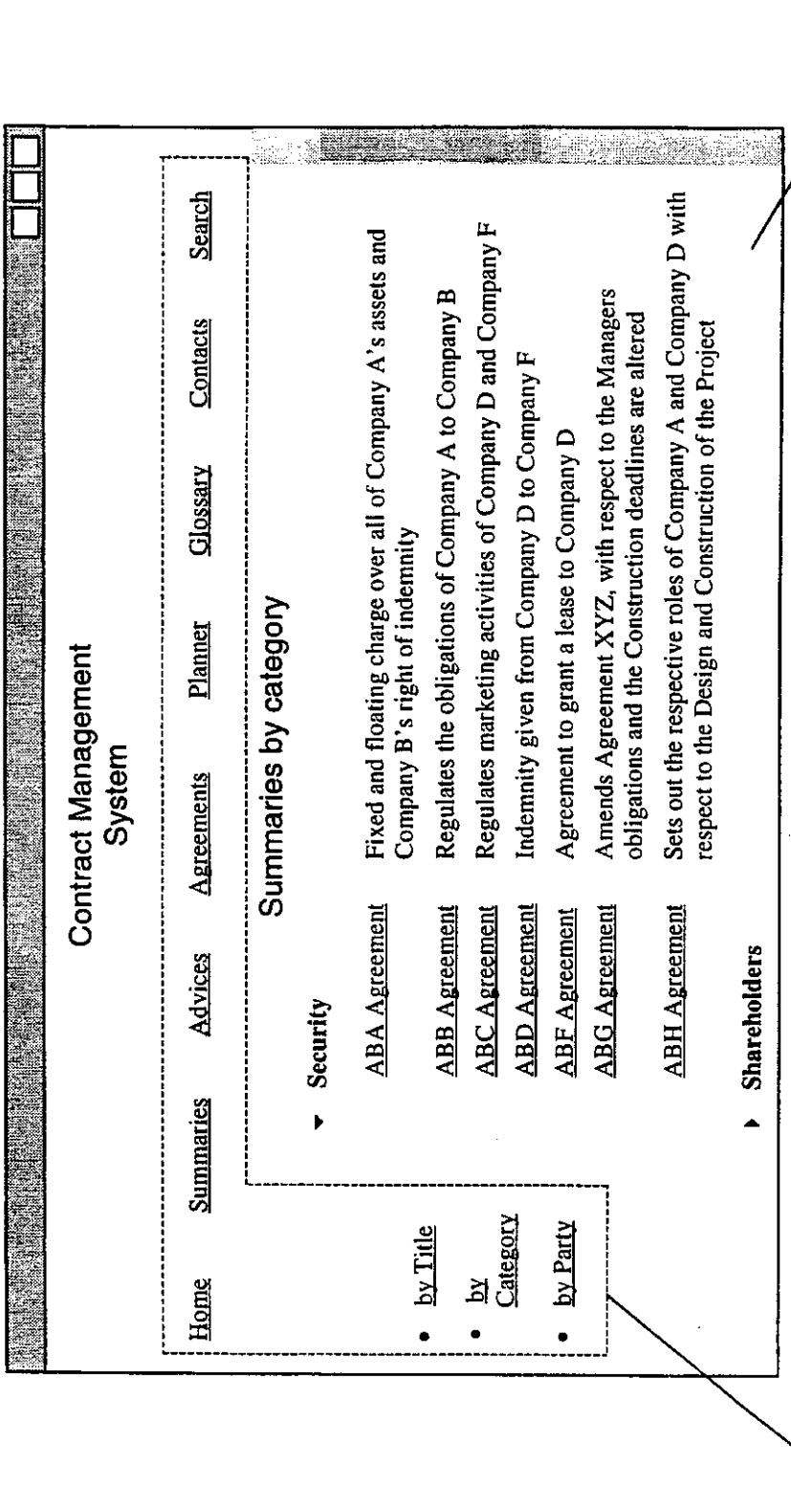

Contract Management System
Home
Summaries
Advices
Agreements
Planner
Glossary
Contacts
Search
by Title
by Category
by Party
Summaries by category
Security
ABA Agreement
Fixed and floating charge over all of Company A's assets and Company B's right of indemnity
ABB Agreement
Regulates the obligations of Company A to Company B
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Amends Agreement XYZ, with respect to the Managers obligations and the Construction deadlines are altered
ABH Agreement
Sets out the respective roles of Company A and Company D with respect to the Design and Construction of the Project
Shareholders
10
12

Fig. 3

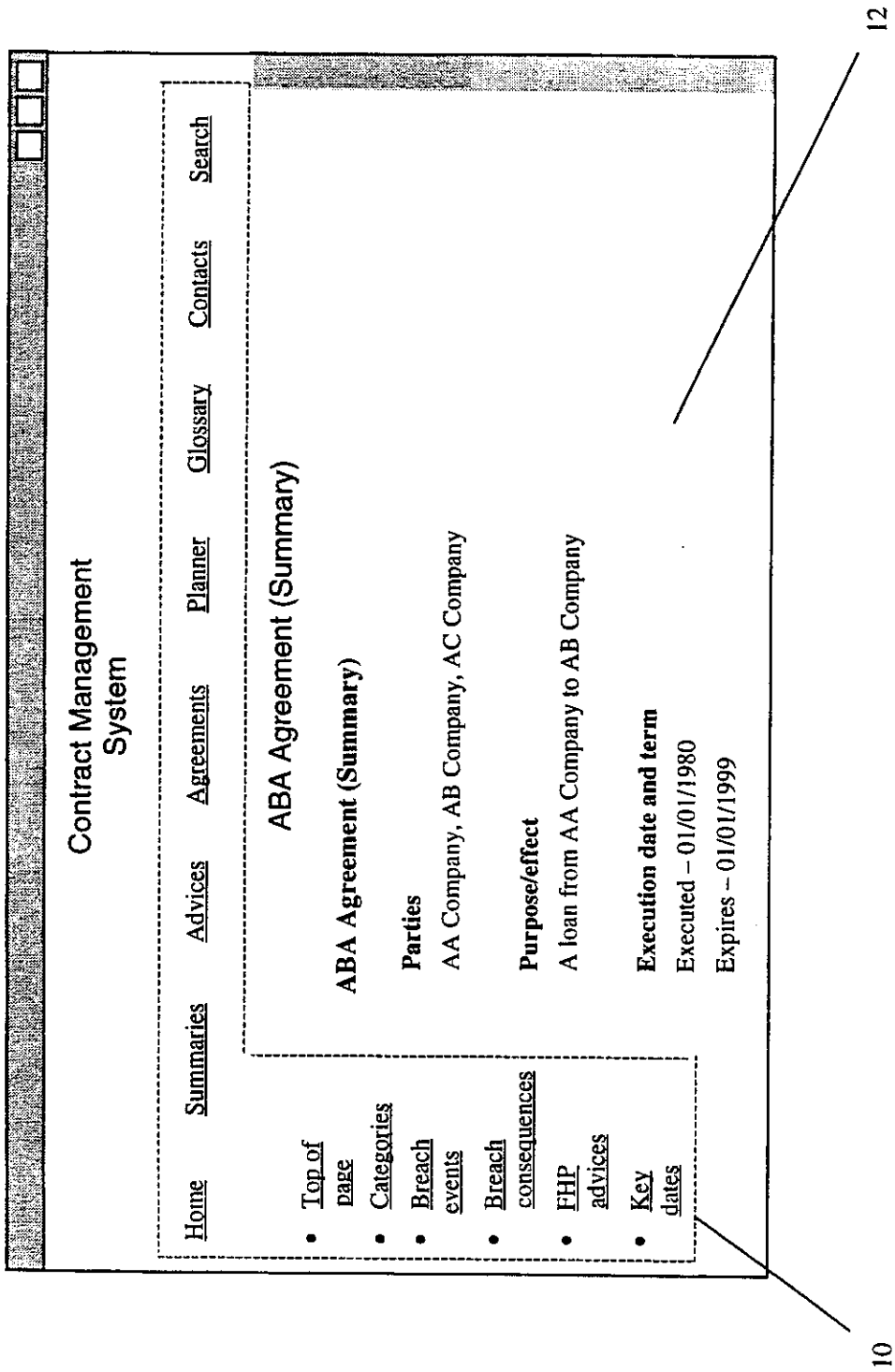

Contract Management System
Home
Summaries
Advices
Agreements
Planner
Glossary
Contacts
Search
Top of page
Categories
Breach events
Breach consequences
FHP advices
Key dates
ABA Agreement (Summary)
ABA Agreement (Summary)
Parties
AA Company, AB Company, AC Company
Purpose/effect
A loan from AA Company to AB Company
Execution date and term
Executed – 01/01/1980
Expires – 01/01/1999
10
12

Fig. 4

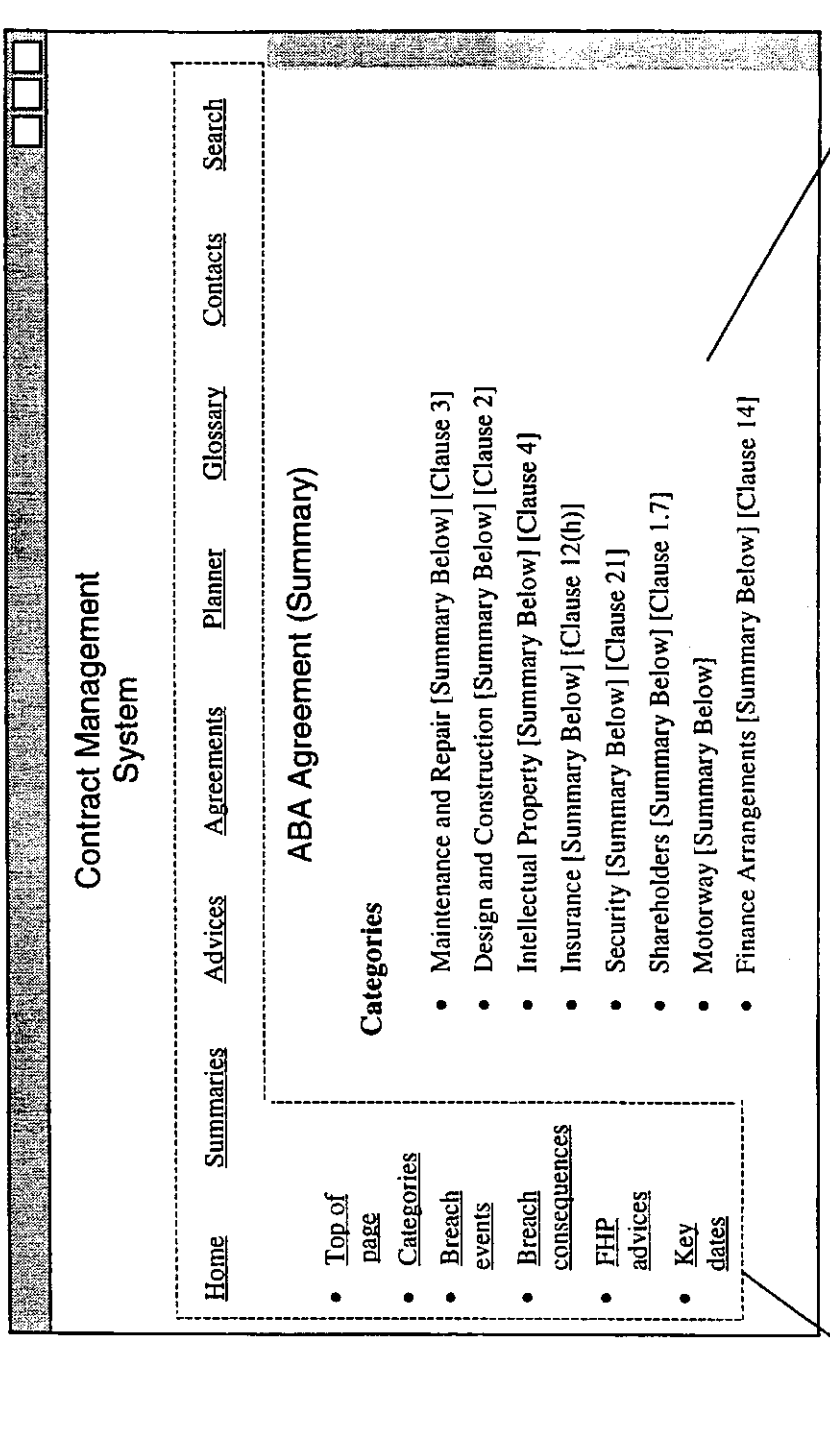

Contract Management System
Home
Summaries
Advices
Agreements
Planner
Glossary
Contacts
Search
Top of page
Categories
Breach events
Breach consequences
FHP advices
Key dates
ABA Agreement (Summary)
Categories
Maintenance and Repair [Summary Below] [Clause 3]
Design and Construction [Summary Below] [Clause 2]
Intellectual Property [Summary Below] [Clause 4]
Insurance [Summary Below] [Clause 12(h)]
Security [Summary Below] [Clause 21]
Shareholders [Summary Below] [Clause 1.7]
Motorway [Summary Below]
Finance Arrangements [Summary Below] [Clause 14]
10
12

Fig. 5

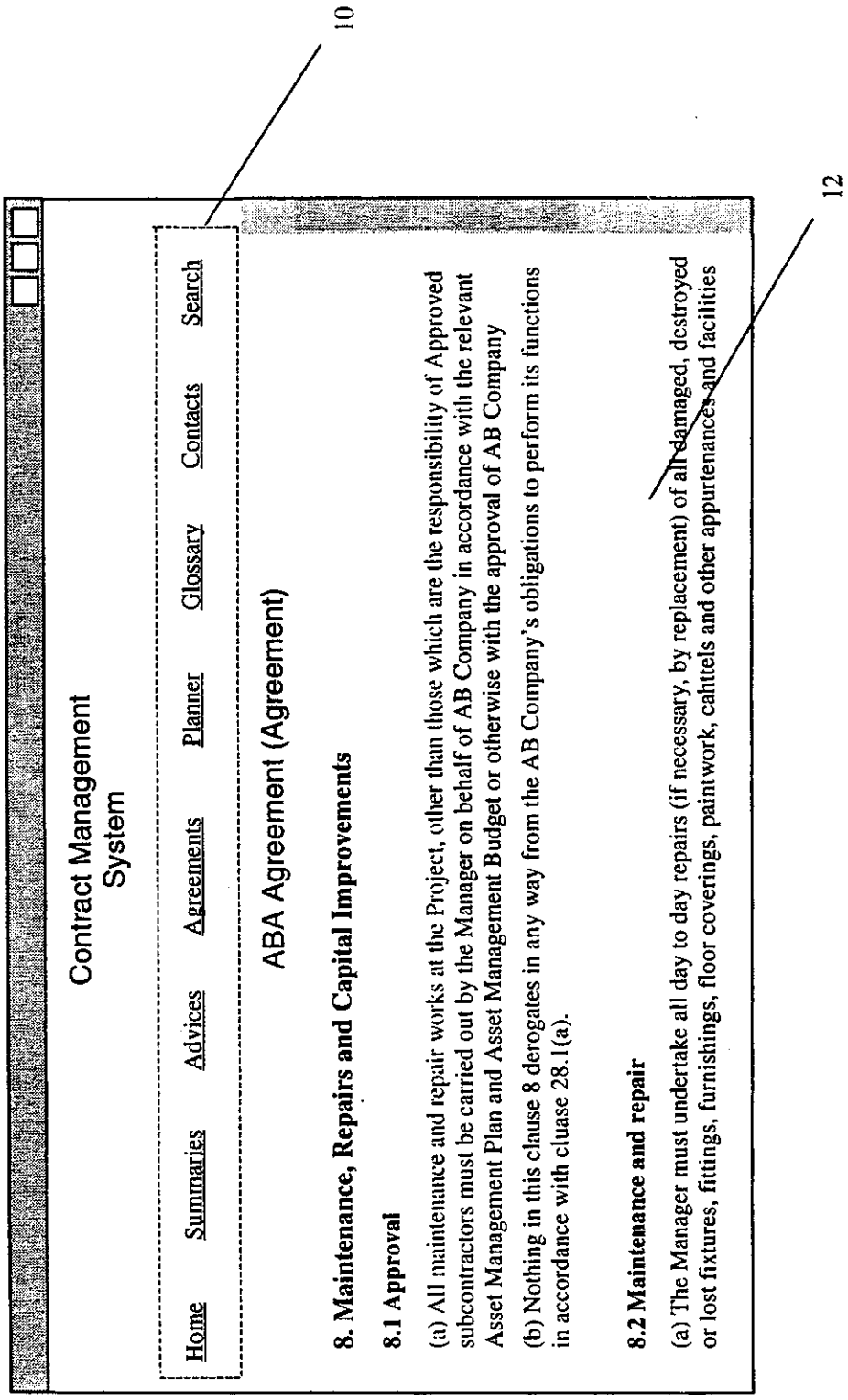
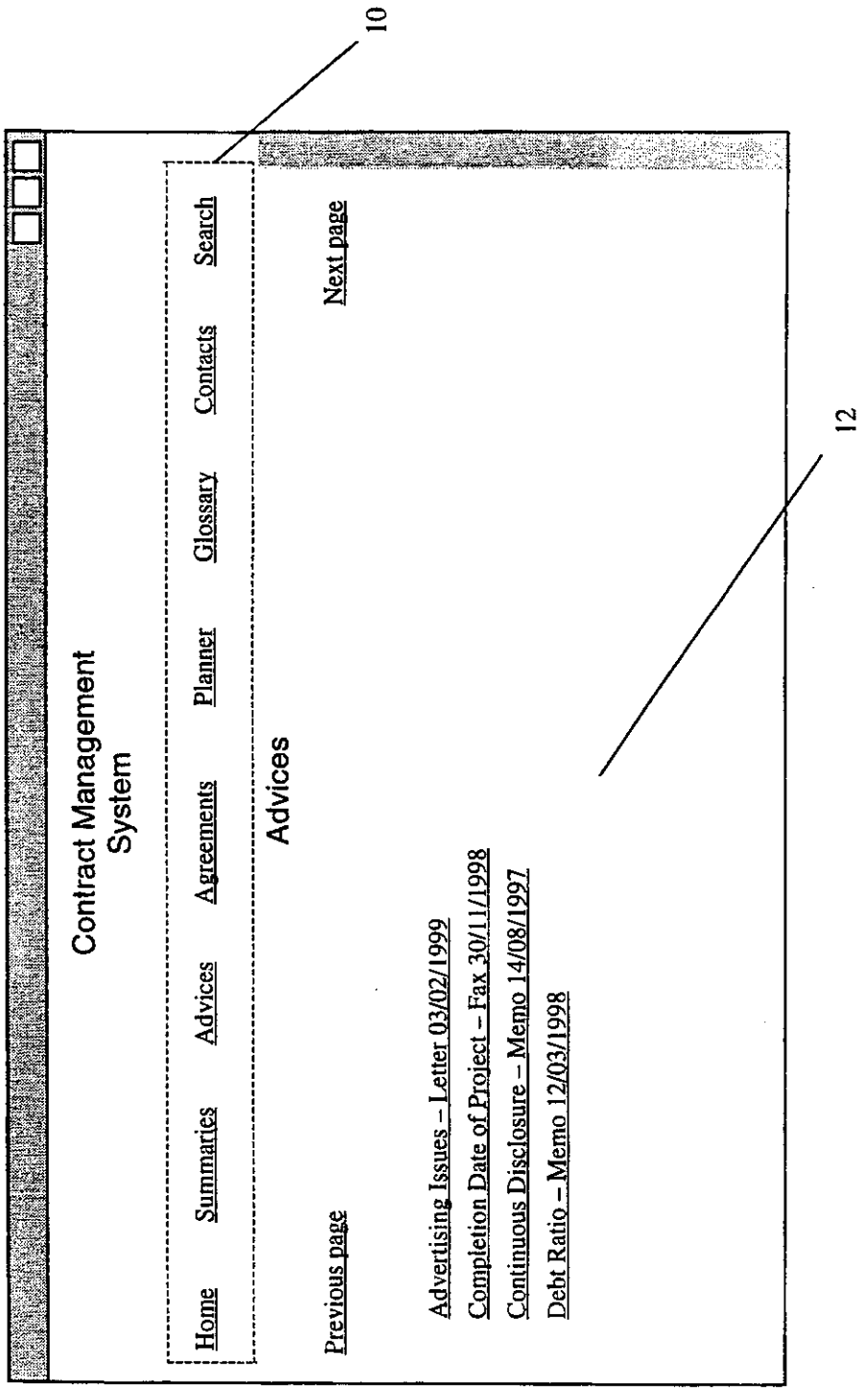

Contract Management System
Home
Summaries
Advices
Agreements
Planner
Glossary
Contacts
Search
ABA Agreement (Agreement)
8. Maintenance, Repairs and Capital Improvements
8.1 Approval
(a) All maintenance and repair works at the Project, other than those which are the responsibility of Approved subcontractors must be carried out by the Manager on behalf of AB Company in accordance with the relevant Asset Management Plan and Asset Management Budget or otherwise with the approval of AB Company
(b) Nothing in this clause 8 derogates in any way from the AB Company's obligations to perform its functions in accordance with cluase 28.1(a).
8.2 Maintenance and repair
(a) The Manager must undertake all day to day repairs (if necessary, by replacement) of all damaged, destroyed or lost fixtures, fittings, furnishings, floor coverings, paintwork, cahttels and other appurtenances and facilities
10
12

Fig. 6


10
12
Contract Management System
Home
Summaries
Advices
Agreements
Planner
Glossary
Contacts
Search
Advices
Previous page
Next page
Advertising Issues – Letter 03/02/1999
Completion Date of Project – Fax 30/11/1998
Continuous Disclosure – Memo 14/08/1997
Debt Ratio – Memo 12/03/1998

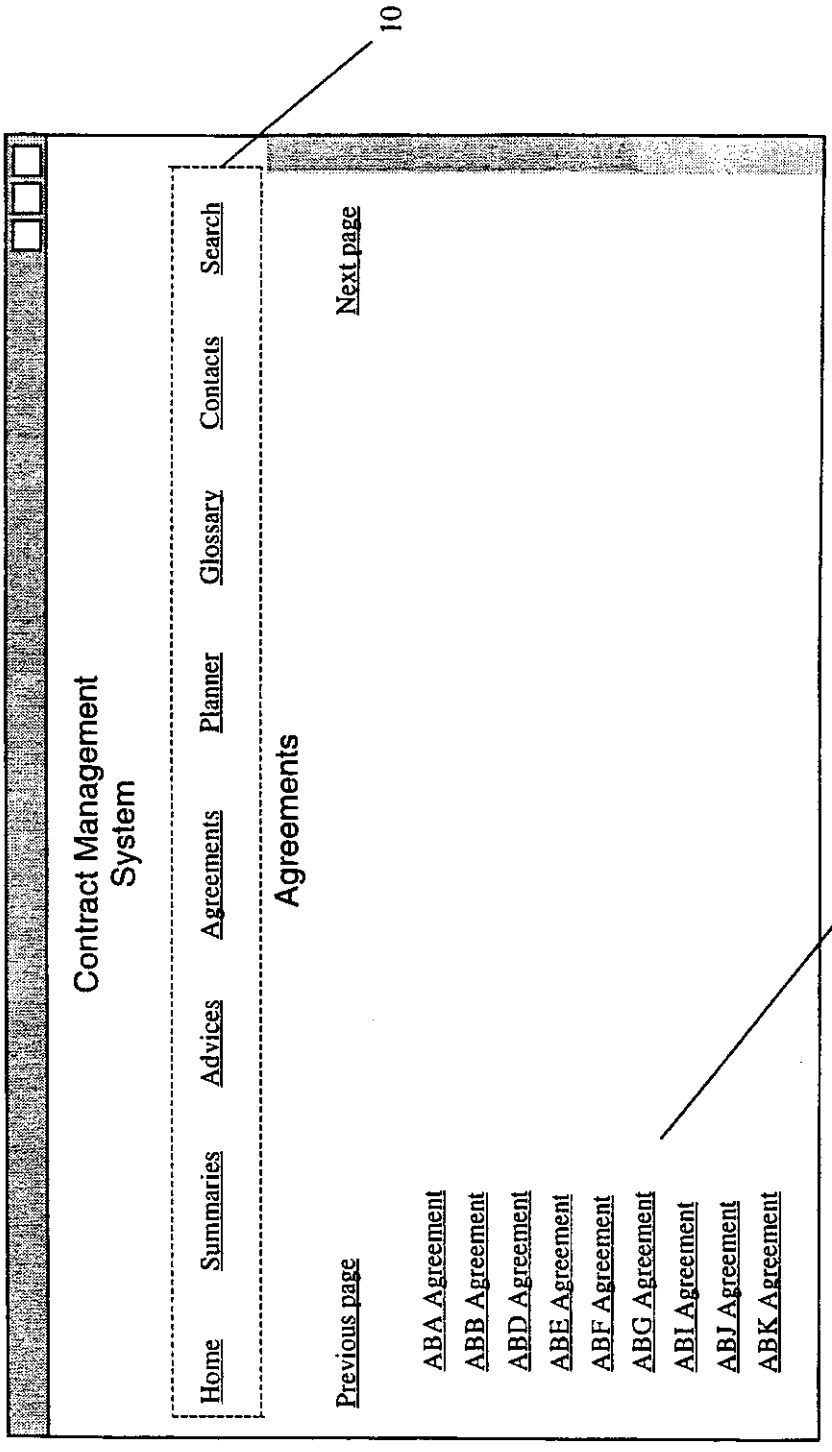

10
Contract Management System
Home
Summaries
Advices
Agreements
Planner
Glossary
Contacts
Search
Agreements
Previous page
Next page
ABA Agreement
ABB Agreement
ABD Agreement
ABE Agreement
ABF Agreement
ABG Agreement
ABI Agreement
ABJ Agreement
ABK Agreement
12

Fig. 7

Fig. 8

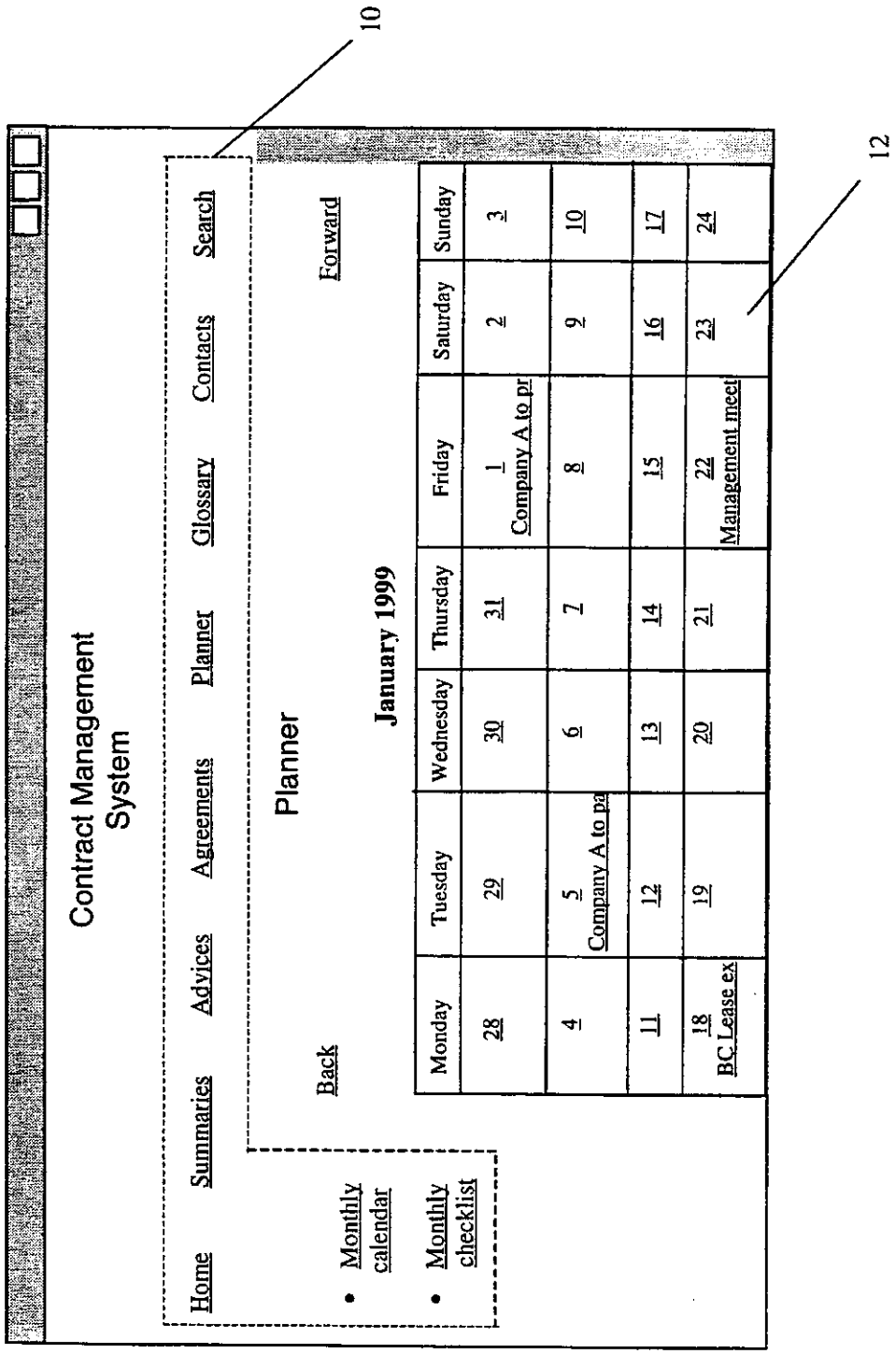

10
12
Contract Management System
Home
Summaries
Advices
Agreements
Planner
Glossary
Contacts
Search
Monthly calendar
Monthly checklist
Planner
Back
Forward
January 1999
Monday
Tuesday
Wednesday
Thursday
Friday
Saturday
Sunday
28
29
30
31
1
Company A to pr
2
3
4
5
Company A to pa
6
7
8
9
10
11
12
13
14
15
16
17
18
BC Lease ex
19
20
21
22
Management meet
23
24

Fig. 9

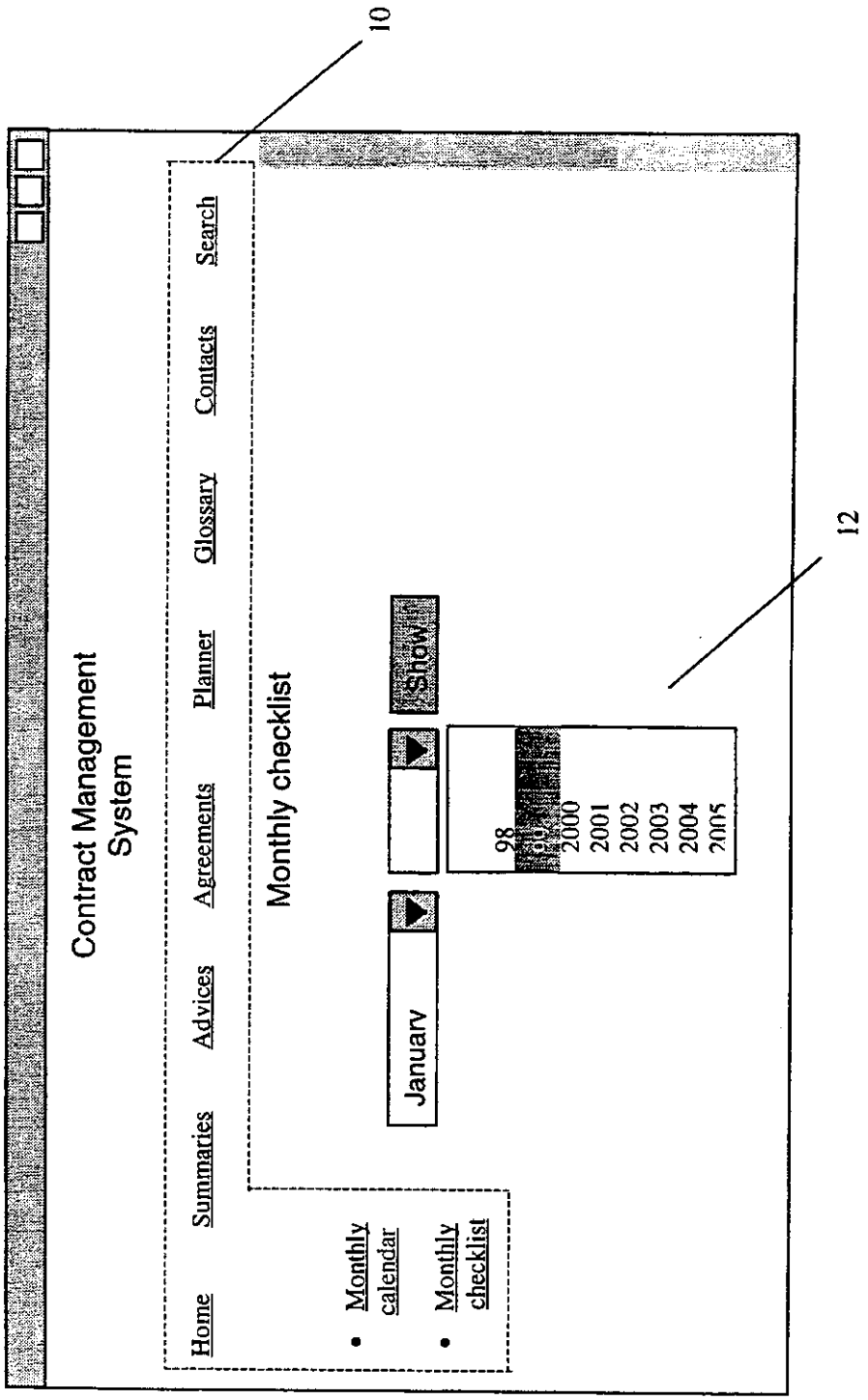

10
12
Contract Management System
Home
Summaries
Advices
Agreements
Planner
Glossary
Contacts
Search
Monthly calendar
Monthly checklist
Monthly checklist
January
Show
98
2000
2001
2002
2003
2004
2005

Fig. 10

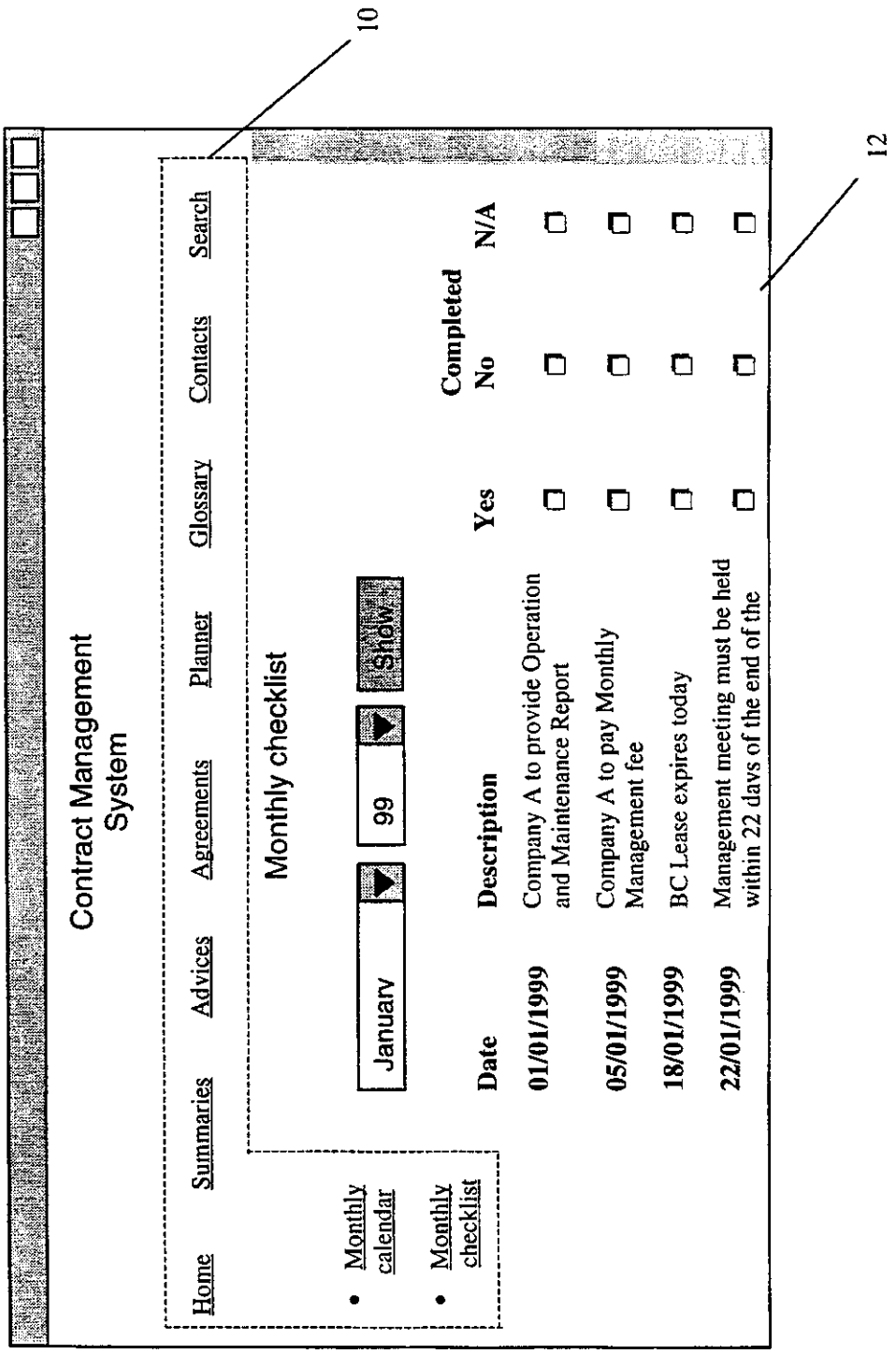

10
12
Contract Management System
Home
Summaries
Advices
Agreements
Planner
Glossary
Contacts
Search
Monthly calendar
Monthly checklist
Monthly checklist
January
99
Show
Completed
Date
Description
Yes
No
N/A
01/01/1999
Company A to provide Operation and Maintenance Report
05/01/1999
Company A to pay Monthly Management fee
18/01/1999
BC Lease expires today
22/01/1999
Management meeting must be held within 22 days of the end of the

Fig. 11

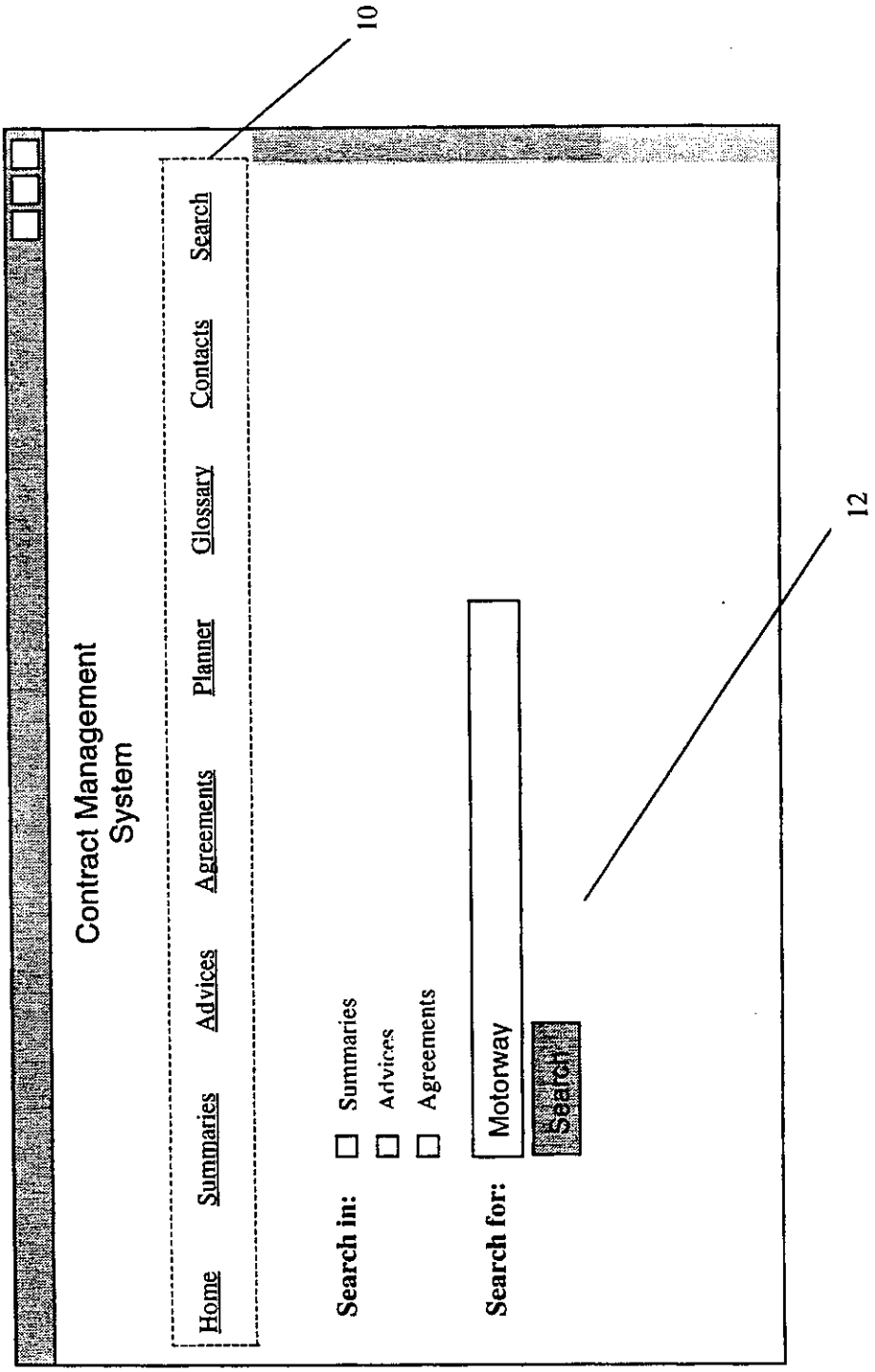
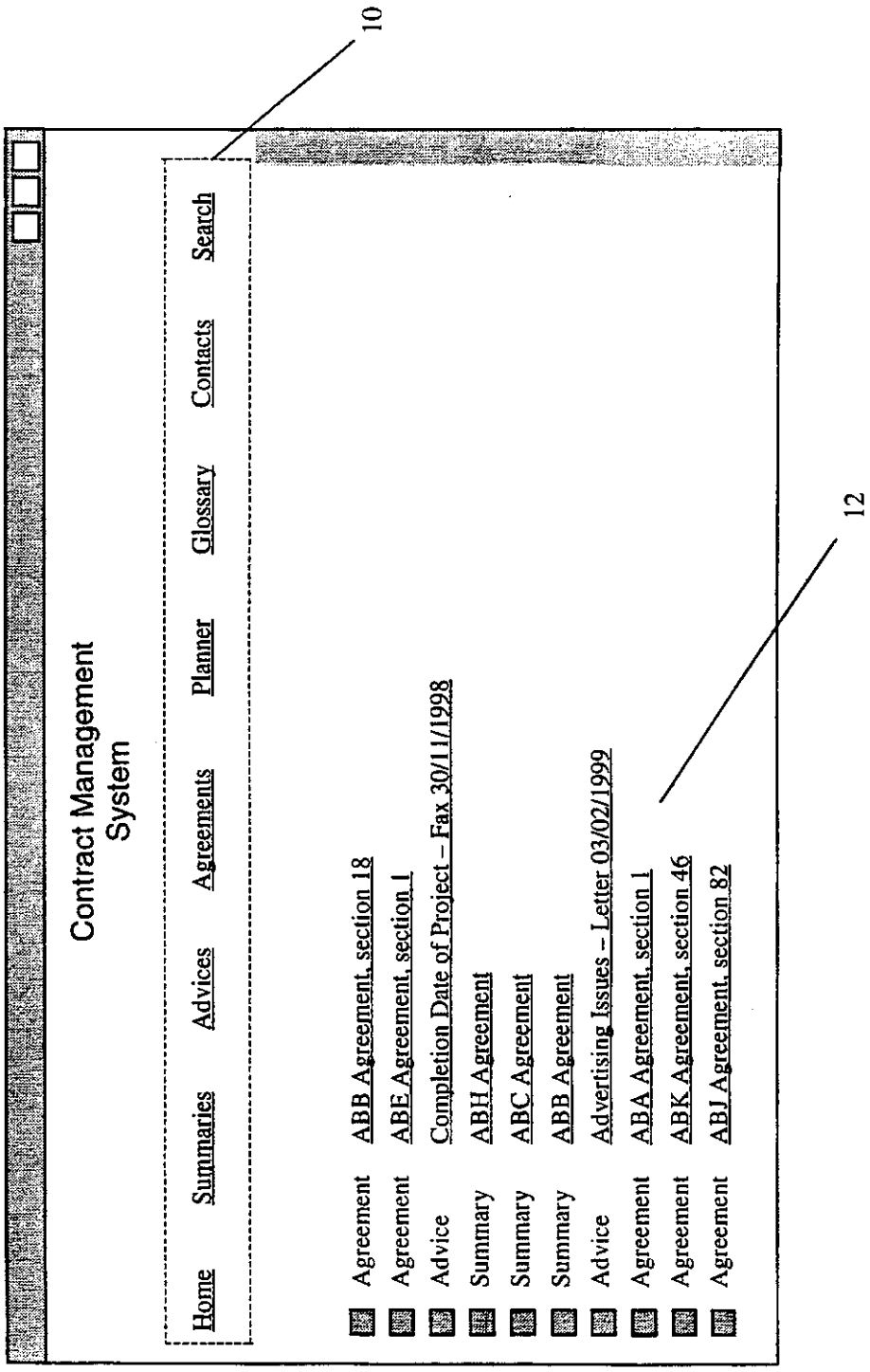

10
Contract Management System
Home
Summaries
Advices
Agreements
Planner
Glossary
Contacts
Search
Search in:
Summaries
Advices
Agreements
Search for:
Motorway
Search
12

Fig. 12


10
Contract Management System
Home
Summaries
Advices
Agreements
Planner
Glossary
Contacts
Search
Agreement ABB Agreement, section 18
Agreement ABE Agreement, section 1
Advice Completion Date of Project – Fax 30/11/1998
Summary ABH Agreement
Summary ABC Agreement
Summary ABB Agreement
Advice Advertising Issues – Letter 03/02/1999
Agreement ABA Agreement, section 1
Agreement ABK Agreement, section 46
Agreement ABJ Agreement, section 82
12

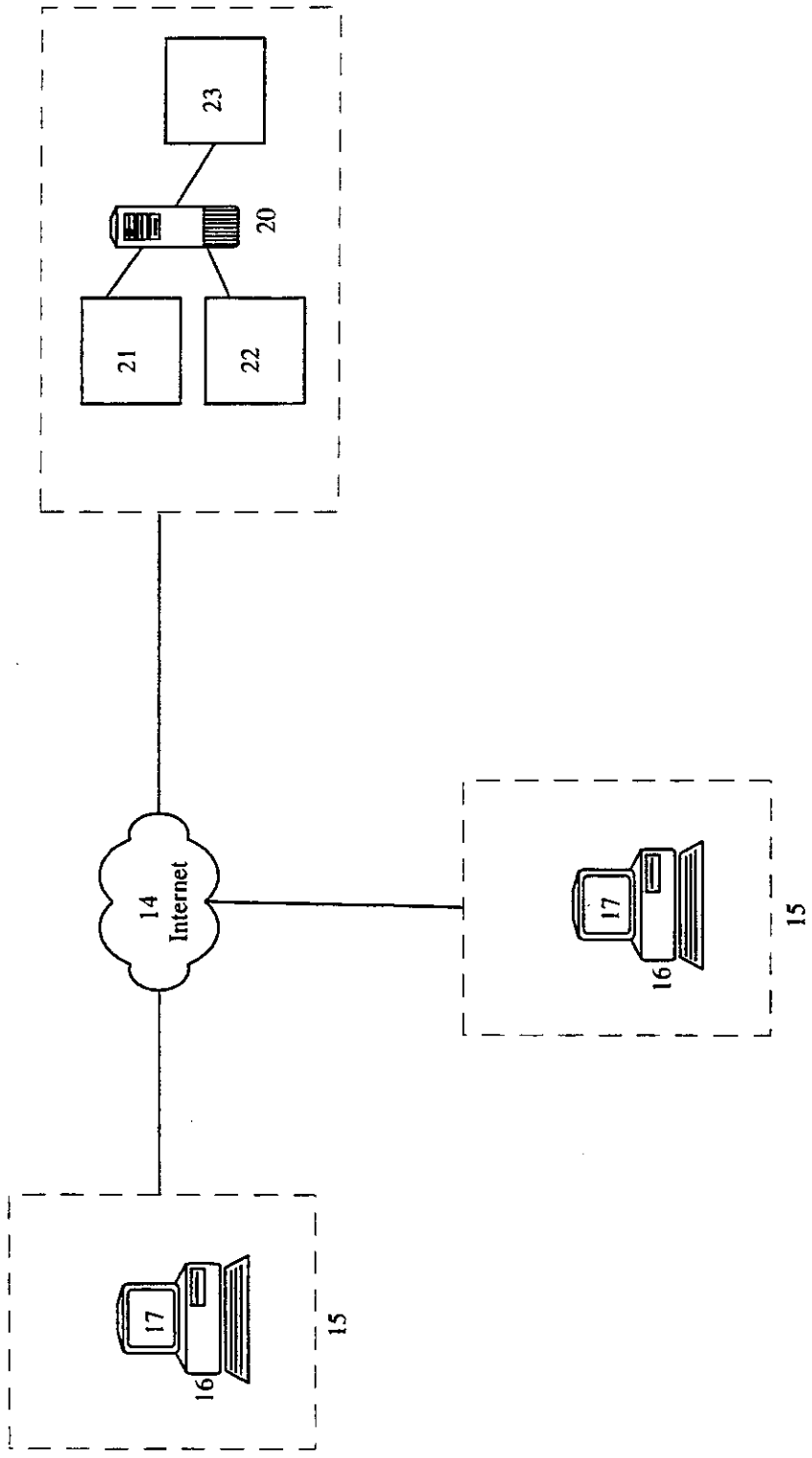


Fig. 13