

NICHADA CLUB COMPANY LIMITED CONTRACTUAL SERVICES TO NICHADA PARK COMPANY LIMITED

NOVEMBER 1st, 2007 – OCTOBER 31st, 2008

Contract Validity

This contract was approved at the Quarterly Meeting of Nichada Park Homeowners, No.1/2007, held at Nichada Club, 39/20 Soi Nichada Thani, Pakkret, Nonthaburi 11120, on 13st October, 2007,
by a quorum of homeowners.

CONTENTS

Item	Subject	Subheading	Page
1	SECURITY SERVICE	Guards	2
		Gate Control	2
		Patrolling	3
		Emergency Calls	3
		Traffic Control	3
		Fire Fighting Equipment	3
		Other Services	3
2	LANDSCAPING	Common Area Maintenance	4
		Maintenance of Un-Built Lots	5
		Other Services	5
3	HOUSEKEEPING		6
4	MAINTENANCE & REPAIR	Lighting	7
		Other Services	7
5	FINANCE & ADMINISTRATION	Accounts	8
		Other Services	8
6	MANAGEMENT	Administration of Co-ownership	9
		Other Duties	10
		Other Services	10
7	CORPORATE SECRETARY		11
8	MONTHLY EXPENSES		12

SECURITY SERVICE**48,000 Baht**

4 x Security Guards (12,000 per Junior Person on duty for 12 hours) Plus, at no additional cost: - Inspector patrolling around day and night - 4 Security Advisors will spot check at minimum 8 times per week. - Police Spot Checks between 8 pm and 7 am	48,000
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1. Guards

- 1.1 Guards will be on duty 24 hours (in 12 hour shifts) with registered, legal, hand-held radios.
- 1.2 Each guard provided shall be permanent staff of our large, in-house trained and managed security team who are familiar with the residents, their children, maids, drivers and staff.
- 1.3 Security guards will have the following responsibilities:
 - To deter and prevent crime through vigilance, attention to rules, regulations and details.
 - To assist the police and fire departments in case of emergency or accident. The guards will become familiar with the location, address and name of each new resident to ensure good communications. This will be done in a confidential manner.
 - To attend to security alarms of residents and to assist as necessary. NPC guidelines should be periodically reviewed to ensure they meet needs.
 - To maintain a quiet and pleasant living environment for the residents, including screening of non-residents according to NPC approved guidelines.
 - To implement strict security regulations.

2. Gate Control

- 2.1 Two security guards will be posted at the gate at all times.
- 2.2 Security guards posted at the gate will have the following responsibilities:
 - To prevent entry of any unauthorized persons or vehicles.
 - To check the identity and record the particulars of all contractors, decorators and 'handy men'.
 - To maintain a log of all deliveries to and removals from properties.
 - To maintain strict control of all persons entering NP on a 24 hour basis.

3. Patrolling

- 3.1 An inspector with a hand held radio will perform patrols within Nichada Park to all 11 security check points, to ensure the safety of all residents and their property. This will be done once every 2 hours at minimum.
- 3.2 Security staff will take proper action and report incidents of concern to the Property Management, which in turn will be reported to the Operations Committee.
- 3.3 Security staff will prevent traffic obstructions of any kind and illegal parking, with particular attention to those lots under construction.
- 3.4 Security staff will check the exterior perimeter wall at least once every 15 days.

4. Emergency calls from Homeowners.

Security can be contacted by residents at all times, as follows:

- 4.1 Guard house in front of Nichada Park, Tel. 584-3553.
- 4.2 Security Office at Nichada Thani, Tel. 960-4352 (direct line) and 960-4300 EXT. 188, 189.

5. Traffic Control

Security guards will control vehicles, pedestrians and animals as per NPC guidelines. Non-residents, other than announced friends, guests and services will not be allowed inside Nichada Park without the consent of the household to which they intent to visit.

6. Fire Fighting Equipment – NICC Will:

- 6.1 **Provide fire extinguishers (minimum 4)** at the guardhouse. These will be checked regularly and changed when necessary.
- 6.2 Conduct regular testing of fire fighting and alarm systems in the common areas, as applicable.
- 6.3 Ensure that fire regulations are complied with, with careful observation of construction crews on lots under construction. A Government Officer will hold staff training for fire fighting system twice per year.

NOTE : ADDITIONAL EQUIPMENT CAN BE COORDINATED AT THE DECISION OF THE OPERATIONS COMMITTEE OF NPC.

7. Other Security Related Services

All staff employed in Nichada Park by the residents, on a regular basis will be provided with ID cards which are to be shown at all times. It is the responsibility of homeowners and residents to apply for entrance cards and passes at their own expense. This service is not a contractual responsibility.

LANDSCAPING	Monthly Fee	25,200 Baht
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Labor Costs:	
Trimming, digging, cutting, addition of chemicals (17 workers, 2 times per month @ 230.-/day/worker)	9,233
1 foreman for 18 hours per month	1,557
Equipment & Material (including truck expenses)	5,830
Watering	8,580

1. Common area Maintenance

1.1 Attend to the routine maintenance of the common area vegetation of Nichada Park including removal of coconuts twice per year. This currently consists of:

- Azadiratcha Trees X 109
- Flame Trees X 7
- Padank Trees X 7
- Palm & coconut Trees X 64
- Small bushes and shrubbery 1.5 Meter width common areas between sidewalks and private property throughout Nichada Park.

1.2 Common area landscaping responsibility does not currently include landscaping surrounding the following lots who have taken it upon themselves to maintain:

Lot # 4, Lot # 5, Lot # 6, Lot # 7, Lot # 42, Lot # 43, Lot # 45

1.3 Maintenance of these areas will be carried out by the following procedures:

- Watering: Carried out three times per week in the dry season, as and when required in rainy season.
- Other: routine trimming, soil airing additional soil work, fertilization, pruning and weeding to be carried out twice per month.

1.4 All large trees will receive routine trimming prior to the rainy season to prevent damage caused to power lines and telephone cables. (This is carried out by the MEA, supervised by NICC.)

1.5 The landscaping department will be flexible in their frequency of maintenance to react with seasonal weather conditions that will effect the health of the plants within Nichada Park, and to meet the requirements of the Nichada Park community through approval from the Operations Committee of Nichada Park.

1.6 Additional landscaping and replacement of dead plants for reasons other than neglect or failure of contractual responsibilities, such as construction activities, acts of God, and purposeful damage will be at the additional expense of NPC.

2. Maintenance on Un-built Lots

- 2.1 Dry Season, Nov - Apr : Cutting of grasses and weeds will be carried out once per month with an additional clearing of pine tree debris during the month.
- 2.2 Rainy Season, May-Oct : Cutting and clearing of plants and weeds will be carried out twice per month.

[Not included in the fee. Covered by empty lot surcharge fees]

3. Other Landscaping Related Services

The landscaping department will bring any additional items before the Operations Committee for approval before commencement. Additional items are not a contractual agreement and will be additional expenses.

HOUSEKEEPING**29,000 Baht**

Garbage collection every day except Sunday At each residence. Pay to NICC 300.-/house (49 houses at present) NICC is responsible for payment to the municipal.	14,700
Street cleaning every day. 2 workers at 220.-/day/person	13,200
Supplies	1,100

1. The road network and all sidewalks within Nichada Park will be swept and the vertical drains along the sides of the sidewalks cleared of debris every day.
2. Household garbage collection will be carried out every day except Sunday at each residence.
3. Landscaping garbage collection for the removal of private gardener's waste will be carried out twice per week on the provision that all waste is tied in bags.

MAINTENANCE AND REPAIR	17,000 Baht
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Routine Maintenance and Repair	3,000
Site Manager	14,000

1. Lighting

- 1.1 NICC will change electric bulbs in common areas, as needed, in an efficient and cost-conscious manner. Where the expense exceeds the budgeted 1,500 Baht provided in 'Routine Maintenance and Repair' above, it will be billed to the homeowner account.
- 1.2 NICC will coordinate with Government Agencies and customers, i.e. regarding utilities and telephones where authorized to do so.
- 1.3 NICC will respond to emergency calls regarding utility outages.
- 1.4 NICC will replace faulty electrical and mechanical fittings related to the common areas. Where this exceeds the monthly budget of 1,500 Baht, as provided in 'Routine Maintenance and Repair' above, it will be brought before the Committee prior to commencement unless it is an emergency or dangerous situation when it will be handled without prior approval. This cost will be additional and not included in the contractual obligations.
- 1.5 NICC will maintain records of electrical loading.
- 1.6 NICC will render assistance in case of power supply failure, where possible.

2. Other Maintenance Related Services

Clearing of blocked drains other than the contracted annual clearance as detailed on page 12, is not a contractual obligation but will be carried out as and when required with expenses billed to the homeowner account.

FINANCE AND ADMINISTRATION**20,000 Baht**

Office expenses	1,500
Audit	12,500
Bookkeeper	6,000

1. Accounts

NICC will maintain books and accounts and the bank account of NPC as required under Thai law and in a secure space within Nichada Thani, and will:

- 1.1 Invoice and collect all amounts payable by individual owners, including sending messengers to pick up cheques and deliver receipts in the Nichada Thani area.
- 1.2 Keep expenses within the budget except when approved by the NPC Operations Committee.
- 1.3 Publish and deliver monthly financial statements to the NPC Operations Committee.
- 1.4 Keep proper accounts of the funds and assets of NPC, assist in audits by outside independent accounting firm, and prepare budgets for the NPC Operations Committee.
- 1.5 Insure and keep insured all its employees against employer's liability and insure and keep insured the assets of NPC.
- 1.6 Handle the filing of VAT and other tax returns.
- 1.7 Attend meetings of the homeowners and Operations Committee.

2. Other Account Related Services

NICC has budgeted for a yearly audit, which is not provided by NICC, but paid directly to the auditing Company.

MANAGEMENT	71,000 Baht
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Property Manager	21,000
Management Fee	50,000

1. NICC Will

- 1.1 Advise and assist the NPC Operations Committee on Property Management issues.
- 1.2 Employ qualified, English speaking manager to be responsible to the Operations Committee for the quality of life within Nichada Park. MD., GM and key accounts personnel are all on site at Nichada Thani within two to five minutes travelling, walking or by vehicle.
- 1.3 Answer and handle complaints by residents relating to the common areas. (Inside their units / property a service is available with published rates and procedures.)
- 1.4 Represent residents of NP concerning Government liaison when authorized to do so.
- 1.5 Provide proper training to all staff involved with Nichada Park in accordance with the NICC's ISO 9002 certification.
- 1.6 Assign an accountable manager to perform weekly site checks within Nichada Park, completing a routine checklist, to be created and agreed between the Nichada Park Operations Committee and NICC.

2. Administration of Co-ownership Agreements

NICC will be responsible for:

- 1.1 The safekeeping of co-ownership agreements and copies of title deeds if required to do so. Note: These documents are not currently in NICC's possession.
- 2.2 The review and approval of construction plans.
- 2.3 The monitoring of construction activities and compliance with restrictions as set out in the construction manual.
- 2.4 Responding to questions regarding restrictions and rules applicable to Nichada Park.
- 2.5 Reporting of Non-compliance to NPC Operations Committee.
- 2.6 Enforce, using all legal measures available under the homeowner's co-ownership agreement, the Nichada Park construction manual.

3. Other Duties of Management Staff

- 3.1 To ensure availability for complaints and problems of residents 7 days per week, plus access 24 hours per day.
- 3.2 Observe and report general conditions of cleaning, amenities and property services and installation to ensure that they are in proper order and initiate appropriate remedial action in case of fault or irregularities.
- 3.3 Prevent erection of any illegal structures which may contravene any Government regulation or provisions of the co-ownership agreement.
- 3.4 Maintain a quiet and pleasant living environment for the residents and smooth traffic flow.
- 3.5 Prevent any breach of the co-ownership agreement by any acts of residents, in particular those considered a 'nuisance to others'.
- 3.6 Print and distribute notices and documents by fax, hand and mail.
- 3.7 Ensure all staff other than security is in proper uniform, as agreed with the Operations Committee.
- 3.8 Distribute any utility bills that are not delivered.
- 3.9 Advise and assist the Operations Committee on Property Management.
- 3.9 Serve notices to owners regarding outstanding fees.

4. Other Management Related Services

Upon instruction from the Operations Committee, take legal action to claim arrears. This service is not a part of the contractual obligations and will be at additional expense

NICC understands that NPC uses an outside Law firm to provide corporate secretarial services. NICC is prepared to provide these services if requested :

- Maintenance of corporate records and statutory filings.
- Attendance at meetings of shareholders and Directors.
- Maintenance and safekeeping of corporate records including the share register book.

MONTHLY EXPENSES
2007 – 2008 RECOMMENDED BUDGET / MONTHLY FORECAST

NICC Expenses:	210,700.00
Management Employment	41,000.00
(- Property Manager (PM) = 21,000) ^{*(1)}	
(- Site Manager (SM) = 14,000) ^{*(2)}	
(- Bookkeeper (B) = 6,000) ^{*(2)}	
Management Fee	51,500.00
(- Office Expenses = 1,500)	
(- Management Fee = 50,000)	
Internal Audit of Accounts	12,500.00
Security Guard	48,000.00
Gardening	25,200.00
Garbage Collection	14,700.00
Street Cleaning	14,300.00
Routine Maintenance & Repair ^{*(3)}	Est. 3,000.00
Meeting Expenses	500.00
Utility Expenses:	49,288.00
Electricity for Common Areas	Est. 5,000.00
Water for Common Areas	Est. 200.00
Nichada Thani Community Fee (52 Lots @ 802.50 per month) ^{*(4)}	43,888.00
Telephone at Guard House	Est. 200.00
Other Expenses:	15,839.00
Annual Drain Clearance prior to rainy season ^{*(5)}	4,795.00
Monthly mosquito prevention treatment of drains ^{*(6)}	10,150.50
Repainting of the guard house ^{*(7)}	893.50
Sinking Provision:	Est. 10,173.00
Total Expenses Per Month	286,000.00
Cost Per Lot Per Month (52 Lots)	5,500.00

- * (1) Will be located at Property Management, Customer Relations Office, Tel. 960-4300-9 ext. 187
- * (2) Will be located at Head Office, Tel. 0-2960-4300-9, ext. 168 (SM), 123 (B), Fax. 0-2960-4344
- * (3) Covers monthly checking of electricity boxes & replacement of light bulbs only.
- * (4) 2007 fee remains at 808.50 Baht with an approximate 5% increase as from January 1st, 2007, to 850 Baht.
- * (5) Cost estimated at 57,500 Baht for 230 drainage points.
- * (6) Cost at 121,800 Baht for monthly chemical spray at 230 drainage points.
- * (7) Cost estimated at 10,722 Baht.