

Dated 23 August 2011

北京誠達順逸商貿有限公司
and
KAYUAN ENTERPRISE INVESTMENT CO., LTD.
as Vendors

AND

POLYWELL FINANCE CORPORATION
as Purchaser

**Supplemental Agreement to
Sale and Purchase Agreement dated 24 January 2011
in relation to the entire equity interest in
廣東暢流投資有限公司**

Messrs. Keith Lam Lau & Chan
Solicitors & Notaries,
5th - 7th Floors
The Chinese Club Building,
21-22 Connaught Road Central,
Central, Hong Kong
Ref: 6168/10/MC

THIS SUPPLEMENTAL AGREEMENT is made on the 23rd day of August 2011

BETWEEN:-

- (1) 北京誠達順逸商貿有限公司 (“**Beijing Chengda**”), a company incorporated with limited liability in the People’s Republic of China having its registered office at 北京市东城区东直门外大街 46 号天恒大厦 2606 室; **KAYUAN ENTERPRISE INVESTMENT CO., LTD. (“KEI”)**, a company incorporated with limited liability in the Marshall Islands having its registered office situated at P.O.Box 1405 Majuro Marshall Islands (collectively, the “**Vendors**” and “**Vendor**” means any one of them); and
- (2) **POLYWELL FINANCE CORPORATION**, a company incorporated with limited liability in the British Virgin Islands having its registered office at Trident Chambers, P.O.Box 146, Road Town, Tortola, British Virgin Islands (the “**Purchaser**”).

(The Vendors and the Purchaser shall collectively be referred to as “**Parties**” and “**Party**” means any one of them.)

WHEREAS:-

- (A) On 24 January 2011, an agreement for the acquisition of the entire equity interest in Guangdong Changliu was entered into between the Parties (the “**S&P Agreement**”).
- (B) The Parties intend to amend certain terms of the S&P Agreement.

NOW IT IS HEREBY AGREED as follows:-

1. DEFINITIONS AND INTERPRETATION

In this Supplemental Agreement (including the recitals), unless the context otherwise requires, terms defined in the S&P Agreement shall have the same meanings when used herein.

2. AMENDMENTS TO S&P AGREEMENT

- 2.1 With effect from the date hereof, the definition of “Long Stop Date” in Clause 1.1 of the S&P Agreement shall be deleted and substituted by the following:

“**Long Stop Date**” 31 December 2012 or such later date as the Parties may agree in writing;

- 2.2 Save and except expressly amended pursuant to this Supplemental Agreement, all other terms and conditions of the S&P Agreement shall continue to be in full force and effect.



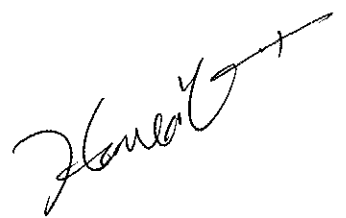
3. **COUNTERPARTS**

This Supplemental Agreement may be executed in any number of counterparts, and this has the same effect as if the signatures on the counterparts were on a single copy of this Supplemental Agreement.

4. **GOVERNING LAW**

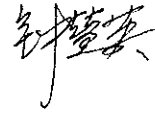
This Supplemental Agreement shall be governed by, and construed in accordance with, the laws of Hong Kong and the parties hereto agree to submit to the non-exclusive jurisdiction of the courts of Hong Kong.

[Intentionally leave blank]

A handwritten signature in black ink, appearing to read "Hansel", is located in the bottom right corner of the page.

IN WITNESS WHEREOF the parties hereto have executed this Supplemental Agreement on the day and year first above written.

SIGNED by)
鍾慧英, legal representative (法定代表人))
for and on behalf of)
北京誠達順逸商貿有限公司)
and affixed its seal (公章))
in the presence of:-)



SIGNED by)
for and on behalf of)
Kayuan Enterprise Investment Co., Ltd.)
in the presence of:-)

for and on behalf of
Kayuan Enterprise Investment Co., Ltd.



.....
Authorized Signature(s)

SIGNED by)
for and on behalf of)
Polywell Finance Corporation)
in the presence of:-)

For and on behalf of
POLYWELL FINANCE CORPORATION



.....
Authorized Signature(s)