

Amendment Agreement

This Amendment Agreement is made and entered into this ___ day of __, 2018 (this “Amendment”) by and between DEF US Inc., a company duly organized and existing under the laws of the State of New York, having its office at __, New York, U.S.A. (hereinafter referred to as “DEF”) and ABC Japan Corporation, a company duly organized and existing under the laws of Japan, having its office at __ Tokyo, Japan (hereinafter referred to as “ABC”) in relation to the Distributorship Agreement made between DEF and ABC dated November 1, 2014 (hereinafter referred to as the “Original Agreement”).

WHEREIN, it is hereby agreed as follows:

1. The parties hereto agree to amend the certain provisions of the Original Agreement, as hereinafter set forth:

(i) Article X of the Original Agreement is hereby all deleted and Article X specified in Exhibit A attached hereto is substituted.

(ii) Article X of the Original Agreement is hereby all deleted and Article X specified below is substituted:

(iii) Article X of the Original Agreement is hereby amended by deleting the words “Y” in line Z and the words “AA” are inserted.

(iv) The Appendix 1 to the Original Agreement is all deleted and Exhibit B attached hereto is substituted as the Appendix 1.

(v) Article X, Paragraph Y is changed to read:

(vi) Following new Article is added to Article 4.3 as new article 4.4:

2. This Amendment shall become effective as of the day and year first above written.

3. Unless specifically amended herein, the terms and conditions of the Original Agreement shall remain unchanged and still effective during the effective period of the Original Agreement.

4. If there is any conflict between this Amendment and the Original Agreement, the terms of this Amendment will prevail.

5. This Amendment contains the entire agreement and understanding among the parties hereto with respect to the subject matter of this Amendment, and supersedes all prior and contemporaneous agreements, understandings, inducements and conditions, express or implied, oral or written, of any nature whatsoever with respect to the subject matter of this Amendment.

IN WITNESS WHEREOF, each party hereto has caused these presents to be duly signed by its lawful representative as of __. day of _____, 2018.

(Exhibits will be added starting from the next page)

DEF US Inc.

ABC Japan Corporation
