

**SAMPLE CONFIRMATION**  
**FOR DISCUSSION PURPOSES ONLY**

Confirmation

DATE: [DATE]  
TO: [COUNTERPARTY]  
ATTENTION:  
FROM: [REDACTED]  
SUBJECT: FX Transaction  
REFERENCE NUMBER: [REDACTED]XXXXXXXXXX

The purpose of this communication (a "Confirmation") is to confirm the terms and conditions of the above-referenced Transaction entered into on the Trade Date specified below (the "Transaction") between [REDACTED] (" [REDACTED] and [COUNTERPARTY] ("Counterparty"). This communication constitutes a "Confirmation". This Confirmation shall supercede and replace any standard short form confirmation or electronic confirmation message that is sent to you in connection with this Transaction.

Unless otherwise indicated we have acted as principal in respect of this Transaction. The venue and time of execution of this Transaction are available on request.

1. This Confirmation is subject to, and incorporates, the definitions and provisions contained in the 1998 FX and Currency Option Definitions (as amended and supplemented by the 1998 ISDA Euro definitions, collectively referred to hereinafter as the "1998 FX Definitions") as published by the International Swaps and Derivatives Association, Inc. ("ISDA"), the Emerging Markets Traders Association and The Foreign Exchange Committee. This Confirmation supplements, forms a part of and is subject to the 1992 ISDA Master Agreement dated as of [DATE SIGNED] between [REDACTED] and Counterparty, as amended and supplemented from time to time (the "Agreement"). All provisions contained in, or incorporated by reference to, the Agreement shall govern this Confirmation except as expressly modified below. In the event of any inconsistency between this Confirmation and the 1998 FX Definitions or the Agreement, as the case may be, this Confirmation will govern.

2. General Terms of this Transaction (which consists of xx Underlying FX Transactions – A1 to Axx):

Trade Date: [DATE]  
Transaction Fee: USD xxx, payable by [REDACTED] to Counterparty on the Transaction Fee Payment Date  
Transaction Fee Payment Date: [DATE]

Currency and Amount payable by [REDACTED] ("USD Amount"): (USD Notional Amount / Accumulation Dates) \* Accumulation Factor

Currency and Amount payable by Counterparty ("JPY Amount"): USD Amount \* Forward Rate  
Forward Rate: 112.00 JPY/USD  
Settlement: Deliverable  
Quantity Determination Date: With respect to each Underlying FX Transaction, as listed in Exhibit A, attached hereto  
Quantity Determination Time: 10:00 a.m. New York time  
Settlement Date: With respect to each Underlying FX Transaction, as listed in Exhibit A, attached hereto

Accumulation Level 1: 112.00 JPY/USD  
Accumulation Level 2: 120.00 JPY/USD  
Accumulation Dates: As listed in Exhibit A, attached hereto  
First Accumulation Date: With respect to each Underlying FX Transaction, as listed in Exhibit A, attached hereto  
Final Accumulation Date: With respect to each Underlying FX Transaction, as listed in

Special Conditions:

A. Accumulation Events:

- (i) If the Fixing Exchange Rate is below the Accumulation Level 1 on an Accumulation Date, an “Accumulation 2 Event” will be deemed to have occurred on such a date.
- (ii) If the Fixing Exchange Rate is both (a) below the Accumulation Level 2, and (b) at or above the Accumulation Level 1 on an Accumulation Date, an “Accumulation 1 Event” will be deemed to have occurred on such a date.
- (iii) If the Fixing Exchange Rate is at or above the Accumulation Level 2 on an Accumulation Date, neither an Accumulation 1 Event nor an Accumulation 2 Event shall be deemed to have occurred on such a date.

3. Definitions:

“Accumulation Factor” shall mean [(the total number of Accumulation Dates on which an Accumulation 1 Event has occurred) + (2 x (the total number of Accumulation Dates on which an Accumulation 2 Event has occurred))] as determined by the Calculation Agent on the applicable Quantity Determination Date.

“Fixing Exchange Rate” shall mean, for any Accumulation Date, the JPY/USD rate, expressed as the amount of JPY per one USD, for settlement in two Business Days, as displayed at approximately 10:00 a.m. New York time for that Accumulation Date by WM Company on the applicable Reuters page, or such other symbol or page that may replace such symbol or page for the purpose of displaying such exchange rates; provided, however, that if such page is no longer published, or is not published as of the designated time and date, and no replacement symbol or page is designated, the Calculation Agent shall determine such affected rate in good faith and in a commercially reasonable manner.

"Calculation Agent" shall mean [REDACTED] the calculations and determinations of which shall be binding in absence of manifest error.

4. Business Days and Conventions:

Applicable to the Settlement Date: New York and Tokyo

(Reference Number: [REDACTED]XXXXXXXXXX)

Exhibit A: Accumulation Dates for [REDACTED] Reference Number: [REDACTED]XXXXXXXXXX

Underlying FX Transaction	USD Notional Amount	First Accumulation Date	Final Accumulation Date	Accumulation Dates	Quantity Determination Date	Settlement Date
A1	USD 440,000.00	Oct 15 2010	Nov 15 2010	As detailed in Exhibit B	Nov 15 2010	Nov 17 2010
A2	USD 440,000.00	Nov 16 2010	Dec 15 2010	As detailed in Exhibit C	Dec 15 2010	Dec 17 2010
A3	USD 460,000.00	Dec 16 2010	Jan 17 2011	As detailed in Exhibit D	Jan 17 2011	Jan 19 2011
A4	USD 420,000.00	Jan 18 2011	Feb 15 2011	As detailed in Exhibit E	Feb 15 2011	Feb 17 2011

Exhibit B: Accumulation Dates with respect to Underlying FX Transaction A1 (Reference Number: [REDACTED]XXXXXXXXXX):

Accumulation Date				
Oct 15 2010	Oct 22 2010	Oct 29 2010	Nov 05 2010	Nov 12 2010
Oct 18 2010	Oct 25 2010	Nov 01 2010	Nov 08 2010	Nov 15 2010
Oct 19 2010	Oct 26 2010	Nov 02 2010	Nov 09 2010	
Oct 20 2010	Oct 27 2010	Nov 03 2010	Nov 10 2010	
Oct 21 2010	Oct 28 2010	Nov 04 2010	Nov 11 2010	

Exhibit C: Accumulation Dates with respect to Underlying FX Transaction A2 (Reference Number: [REDACTED]XXXXXXXXXX):

Accumulation Date				
Nov 16 2010	Nov 23 2010	Nov 30 2010	Dec 07 2010	Dec 14 2010
Nov 17 2010	Nov 24 2010	Dec 01 2010	Dec 08 2010	Dec 15 2010
Nov 18 2010	Nov 25 2010	Dec 02 2010	Dec 09 2010	
Nov 19 2010	Nov 26 2010	Dec 03 2010	Dec 10 2010	
Nov 22 2010	Nov 29 2010	Dec 06 2010	Dec 13 2010	

Exhibit D: Accumulation Dates with respect to Underlying FX Transaction A3 (Reference Number: [REDACTED]XXXXXXXXXX):

Accumulation Date				
Dec 16 2010	Dec 23 2010	Dec 30 2010	Jan 06 2011	Jan 13 2011
Dec 17 2010	Dec 24 2010	Dec 31 2010	Jan 07 2011	Jan 14 2011
Dec 20 2010	Dec 27 2010	Jan 03 2011	Jan 10 2011	Jan 17 2011
Dec 21 2010	Dec 28 2010	Jan 04 2011	Jan 11 2011	
Dec 22 2010	Dec 29 2010	Jan 05 2011	Jan 12 2011	

Exhibit E: Accumulation Dates with respect to Underlying FX Transaction A4 (Reference Number: [REDACTED]XXXXXXXXXX):

Accumulation Date				
Jan 18 2011	Jan 25 2011	Feb 01 2011	Feb 08 2011	Feb 15 2011
Jan 19 2011	Jan 26 2011	Feb 02 2011	Feb 09 2011	
Jan 20 2011	Jan 27 2011	Feb 03 2011	Feb 10 2011	
Jan 21 2011	Jan 28 2011	Feb 04 2011	Feb 11 2011	
Jan 24 2011	Jan 31 2011	Feb 07 2011	Feb 14 2011	