

**NEW YORK STOCK EXCHANGE
LISTING AGREEMENT FOR
DEPOSITARY OF A FOREIGN PRIVATE ISSUER**

Nothing in the following Agreement shall be so construed as to require the Depositary to do any acts in contravention of law or in violation of any rule or regulation of any public authority exercising jurisdiction over the Depositary.

_____ (hereinafter called the "Depositary"), as Depositary under the Deposit Agreement, dated as of _____ (hereinafter called the "Deposit Agreement"), with _____ (hereinafter called the "Corporation"), so long as it shall be the Depositary thereunder and subject to the terms and conditions of said Deposit Agreement, in consideration of the acceptance by New York Stock Exchange LLC (hereinafter called the "Exchange"), of the Depositary as qualified Depositary, and on the basis that the Corporation will execute and deliver an Agreement to the Exchange agreeing to the listing of _____ (as such term is defined in the Deposit Agreement), evidenced by _____ hereby agrees with the Exchange as follows:

I

1. The Depositary will report to the Exchange, within ten days after the close of a fiscal quarter, in the event any previously issued _____ of the Corporation listed on the Exchange have been reacquired or disposed of, directly or indirectly, for the account of the Corporation during such fiscal quarter, such report showing separate totals for acquisitions and dispositions and the number of _____ so held by the Corporation at the end of such quarter.
2. The Depositary will promptly notify the Exchange of any corporate action which will result in the cancellation, in whole or in part, of any of the _____ listed on the Exchange, and will notify the Exchange as soon as the Depositary has notice of any other action which will result in any such cancellation.
3. The Depositary will not make any change in the form or nature of any _____ listed on the Exchange, nor in the rights or privileges of the holders thereof, without having given twenty days' prior notice to the Exchange of the proposed change, and having made application for the listing of the _____ as changed if the Exchange shall so require.
4. The Depositary will make available to the Exchange, upon request, the names of member firms of the Exchange which are record holders of _____ of the Corporation listed on the Exchange if at any time the need for such _____ for loaning purposes on the Exchange should develop, and in addition, if found necessary, will use its best efforts with any known large record holders to make reasonable amounts of such _____ available for such purposes in accordance with the rules of the Exchange.

II

1. The Depositary will maintain in accordance with the requirements of the Exchange:

a. An office or agency where

(1) All _____ of the Corporation listed on the Exchange shall be transferable.

(2) Checks for dividends and other payments with respect to _____ listed on the Exchange may be presented for immediate payment.

(3) A _____ listed on the Exchange which is convertible into Common Stock will be accepted for conversion.

If the transfer books of the Depositary for _____ of the Corporation listed on the Exchange should be closed permanently, the Depositary will continue to split up _____ for such _____ into _____ of smaller denominations in the same name so long as such _____ continue to be dealt in on the Exchange.

b. A registrar where _____ of the Corporation listed on the Exchange shall be registerable. Such registrar shall be a bank or trust company not acting as transfer agent for the _____

2. The Depositary will issue new _____ for _____ listed on the Exchange replacing lost ones forthwith upon notification of loss and receipt of proper indemnity.

_____, as Depositary

By:

Date :