

AGREEMENT No. 3004019

Conversion of Manufacturing and Power Systems' Equipment to Natural Gas Firing

General terms and conditions

THIS AGREEMENT is made and entered into on **30, MARCH 2008**, by and between **Dead Sea Works**, a company organized and existing under the laws of the state of Israel (hereinafter referred to as "**the Company**"), of the one part; and

Afcon Industries Ltd., a company organized and existing under the laws of the state of Israel, headquarters in 23 Hayetzira St., Petach-Tikva, (hereinafter referred to as "**the Contractor**"), of the other part;

WHEREAS :

- (a) Company is interested in the conversion of manufacturing and power systems' equipment to natural gas firing and the replacing/upgrading/extension of certain existing equipment, all as specified and defined in the Scope of Work enclosed herein ("the Project", as defined hereunder); and
- (b) Contractor has represented and confirmed that it has the know-how, means, expertise, experience and all that is required for designing, developing, engineering, manufacturing, assembling, disassembling, installing, erecting, setting up, tuning, testing commissioning, operating and maintaining all equipment required for the Project, including an updated quality assurance programme and quality control methods and means; and
- (c) Contractor has offered Company to do and provide, on turn-key basis, all the engineering and design work, prepare the necessary plans and specifications, procure and purchase all necessary material and equipment, assemble, disassemble, erect, install, set up, tune, test, commission and hand over to Company and guarantee the performance of the said equipment, for the consideration and on the other terms and conditions hereinafter appearing, and Company is prepared to enter into this Agreement for the faithful performance by Contractor of such work for such consideration and on such terms and conditions;

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AFCON INDUSTRIES LTD.
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All from a Single Source

מקצועות כימיה ופיקוס

35.5 The addresses of the parties for the purposes hereof are as follows:

Company - Dead Sea Works Ltd., Potash House, P.O.B – 75, Be'er – Sheva, 84100.

Contractor - Afcon Industries Ltd., 23 Hayetzira St., Petach-Tikva
or such other address as will be designated by either party and communicated in writing to the other party.

IN WITNESS WHEREOF THE PARTIES HERETO HAVE SIGNED BELOW:

DEAD SEA WORKS LTD

AFCON INDUSTRIES LTD.

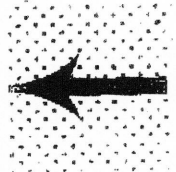
Company Haim Gordin
Head of Contracting Department
Dead Sea Works Ltd

Contractor

Avihu Luber
Manager of Contracting
13.04.08

Avner Maimon
Deputy CEO
14/4/08

א. ארנון
13/4/08



ANNEXURE B - Project specification

1. Israel Chemicals Ltd (I.C.L) intend to conversion (design and erection) of the boilers, dryers and other fuel consuming equipment in its 5 companies which are located in the southern part of Israel.
2. **LOCATION OF COMPANIES:**
 - A. **Bromine compounds LTD.** – located at **Ramat Hovav**. (20 km drive from beer - sheva and 50 km drive from Mishor Rotem)
 - B. **Periclase LTD.** – located at **Mishor Rotem**. (60 km drive from beer - sheva and 40 km drive from Sodom)
 - C. **Rotem Amfert Negev LTD.** – located at **Mishor Rotem**. (60 km drive from beer - sheva and 40 km drive from Sodom)
 - D. **Dead sea Works LTD.** – located at **Sodom**. (80 km drive from beer - sheva)
 - E. **Magnesium LTD.** – located at **Sodom**. (80 km drive from beer - sheva).
3. The work includes a **TURN KEY** project of conversion all equipment to natural gas firing (dual/triple fuel).
- 3.1 The contractor must be certify that in all the 5 companies:

- The performance of the present production process unchanged, including all production parameters.

NOTE: The production processes in all the 5 companies are not the same.

- That the warranty for the executed work extends to the burners and any other existing equipment involved in the process of conversion to natural gas firing.