

04 April 2007

EDISON SPA

and

TIANQING POWER INTERNATIONAL CDM CONSULTING CO., LIMITED

AGREEMENT ON DEVELOPMENT
COOPERATION IN RESPECT OF CDM
PROJECTS

有

m

- 18.2 This Agreement constitutes the entire agreement between the parties and supersedes all prior agreements and representations between them relating to the subject matter of this Agreement.
- 18.3 The parties do not intend any term or condition of this Agreement to be enforceable by a person who is not a party to this Agreement.
- 18.4 This Agreement may not be amended, supplemented, changed or modified except by an instrument in writing signed by both parties.
- 18.5 A party shall not be deemed to have waived any right or remedy under this Agreement by reason of such party's failure to enforce such right or remedy.
- 18.6 This Agreement may be executed in any number of counterparts each of which when executed shall be an original but all the counterparts together shall constitute one document.
- 18.7 TIANQING shall provide EDISON with such documents as EDISON may from time to time require in order for EDISON to audit the activities of TIANQING in the performance of services under this Agreement.

IN WITNESS whereof this Agreement has been executed the day and year first before written

Signed on behalf of Tianqing Power Int'l CDM Consulting, Co., Limited.

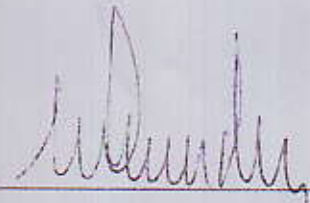
by its authorised representative

Signed on behalf of EDISON Spa

by its authorised representative


Name: Alex Yang
Title: General Manager

Date: 04 April 2007



Name: Umberto Quadrino

Title: Chief Executive Officer

Date: 04 April 2007

Annex: Project List

Under the Agreement, **Tianqing Power** would like to provide a list of project for further discussion and evaluation of cooperation opportunity on CDM projects development.

	Project Name	Installed Capacity MW	Location
1	Sichuan Wanbahe Hydropower Station	69	Sichuan
2	Chongqing Xiangjiayu Hydropower Station	12.6	Chongqing
3	Guizhou Putian Hydropower Station	6.4	Guizhou
4	Yunnan Xianggelila Huajiaopo Hydropower Station	10	Yunnan
5	Yunnan Maguan Mihube 3 rd Level Hydropower Station	16	Yunnan
6	Sichuan Yonglexi Hydropower Station	20	Sichuan
7	Yunnan Jinping Ladenghe Hydropower Station	16	Yunnan
8	Yunnan Jinping Maocaoping Hydropower Station	10	Yunnan
9	Yunnan Jinping Sitaishan Hydropower Station	12.6	Yunnan
10	Yunnan Jinping Maguohe Hydropower Station	10	Yunnan
11	Yunnan Er'yuan Longdi Hydropower Station	10	Yunnan
12	Jiangsu Straw-fired Thermal Power Plant	30	Jiangsu
13	Shanxi Coke Oven Gas Project	12	Shanxi

有

3