

## Memorandum of Understanding

between

***Wuai Group Shenhe District Shenyang City China***

and

***The City of Wagga Wagga NSW Australia***

The Shenyang Wuai Group is located in the Shenhe District of Shenyang City Liaoning Province China. Construction area of the Wuai Market is 200,000 square metres and it has more than 23,000 companies as tenants. In 2011, the total turn-over for the Wuai Company was 38 billion Chinese dollars (5.8 billion US dollars). More than 400,000 people are employed by the Wuai Company who are also the major shareholder of Shengjin Bank. The Wuai Market is the second largest market in China and it has the largest coverage and trade volume in North East China.

The City of Wagga Wagga is the largest inland city in NSW, geographically located near Canberra, Australia's Capital City. Wagga Wagga is equi-distant to the cities of Melbourne and Sydney and is approximately equi-distant from Brisbane and Adelaide. These major cities capture more than 85% of the Australian population. Wagga Wagga is strategically located and has a competitive advantage due to its location which gives rise to the vision of being the largest logistic centre in inland regional Australia.

In order to become an International Company and fulfil the Wuai Company vision, which is to become first class Trade Centre in China and a famous Trade Centre in the world, the Wuai Group have made the decision to partner with ACA Capital Investment Pty Ltd to invest and develop the Wuai International Wholesale Trade Centre in the City of Wagga Wagga, NSW Australia.

The total land area of the proposed project is approximately 176,000 square metres and the proposed construction area is more than 200,000 square metres. The Wuai International Trade Centre will comprise 3,750 outlets, 250 room five star hotel accommodation, a business convention/entertainment centre and a variety of restaurants.

The Australian Wuai International Trade Centre will provide low cost permanent wholesale showroom accommodation and professional advice to help companies enter the Australian and International market. It provides a great platform to assist Asia Pacific and Chinese companies to build their competitiveness and influence in the international market.

The New South Wales State Government and the City of Wagga Wagga welcome and encourage this investment proposal.

Wagga Wagga City Council encourages the Wuai Group and ACA Capital Investment Pty Ltd to progress and enter into the development application process as required under the NSW Environmental Planning and Assessment Act as a state significant project. From this point forward both parties agree that all further transactions are respected and subject to the Australian Rule of Law.

Representative of Wuai Group



Representative of Wagga Wagga City Council



City of  
Wagga Wagga

Dated 30th November 2012