

**Date: 03 December 2002**

**Counterparty: ABC Bank**

**Contact:**

**Fax:**

***Draft Confirmation - For Indicative Purposes Only***

This Transaction Supplement is entered into between the Buyer and Seller listed below on the Trade Date set forth below.

The purpose of this communication is to confirm the terms and conditions of the Credit Derivative Transaction entered into between us on the Trade Date specified below (the "Transaction"). This Transaction Supplement is entered into in connection with the Master Credit Derivatives Confirmation Agreement dated BLANK and, together with the form of Confirmation attached thereto, constitutes a "Confirmation" as referred to in the ISDA Master Agreement between the parties dated BLANK as amended and supplemented from time to time.

The terms of the Transaction to which this Transaction Supplement relates are as follows:

Reference Entity: Amcor Limited - OECD Australia Corporate

Reference Obligation: The Obligation is identified as follows:

Primary Obligor: Sunclipse, Inc.

Guarantor: Reference Entity

Maturity: 15 June 203

Coupon: 6.75%

ISIN/CUSIP: US867211AA21

Trade Date: 03 December 2002

Effective Date: 04 December 2002

(which shall not be subject to adjustment in accordance with any Business Day Convention).

Scheduled Termination Date: 04 December 2007

Floating Rate Payer: XYZ Bank

Fixed Rate Payer: ABC Bank

Fixed Rate Payer Payment Dates: 04 March 2003 and thereafter each 04 March, 04 June, 04 September and 04 December

Fixed Rate: 0.56 %

Floating Rate Payer Calculation Amount: USD 10,000,000

Restructuring Credit Event: Applicable

Restructuring Maturity Limitation: Applicable

Our Ref:

Cpty Ref: