



GSM Systems Ltd
 Milner House
 18 Parliament Street
 Hamilton, HM 12
 Bermuda

GSM Systems of New York Inc
 349 Broadway, 7th floor
 New York, NY 10013
 United States

GSM Systems of London Ltd
 Trafalgar House
 11-12 Waterloo Place
 London, SW1Y 4AU
 United Kingdom

Business Summary

- GSM Systems provides asset management services to large Western European operators, managing and reselling their surplus GSM Mobile Network Infrastructure
- Assists emerging market operators with expansion and maintenance of their networks through the resale of GSM Hardware from developed markets.
- Experts in the equipment and the markets which we serve, maintaining a complete understanding of global demand and supply for the benefit of all our customers
- Complete coverage of core global GSM operators:
 - Over 400 relationships of the total 500 worldwide GSM 900/1800 operators
- Revenue Sharing or Consignment Agreements with the world's largest operators
- International office network including sales offices in London, New York and an administrative head office in Bermuda
- Full repair and conversion operations and engineering support.

GSM Systems differentiates itself from other vendors in the redeployed cellular equipment market in three ways

Reliability

- Commitment to deliver on time
- Warranty matches OEM Vendors'

Focus

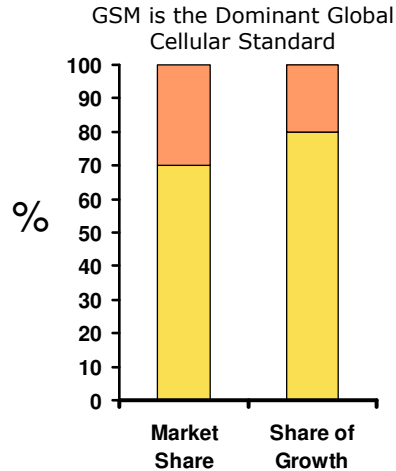
- On GSM 900/1800 Technology
- On Developing markets: Russia, NIS, Africa

Coverage

- 80% coverage of all global GSM operators
- Procurement relationships with largest suppliers

Team

- Experienced management team – in market since inception
- Experienced Senior board



Our Offering for European Operators

Many European GSM Operators have accumulated large inventories of idle, de-installed network equipment. This inventory is costly to warehouse, and represents an idle fixed asset which can easily generate cash when resold at market value. GSM Systems maximizes this cash value by reselling these assets.

We offer three options to recover value from surplus hardware:

- Purchase the hardware at a negotiated price
- Resell the equipment under a revenue-sharing agreement
- Trade in surplus hardware in return for equipment required for expansion

We work with our supply partners to set specific financial targets for resale which accommodate depreciated values and have minimal impact on the balance sheet. For more information on us, please visit www.gsmystems.com or call our New York office in +1-212-431-3476





Benefits of the Asset Management Program

The relationship would have the following characteristics:

- GSMS could pay an up front deposit in good faith to secure an exclusive relationship with Seller to resell the equipment
- GSMS would carry the following responsibilities which would eliminate any workload on Seller's part:
 - a) Logistics: Crating and Inventory of Hardware at origin. De-installation can also be arranged or the cost absorbed under the agreement
 - b) Pricing consultation: we can give you detailed price targets to estimate expected return
 - c) Transport: The cost of shipment from the site to the local warehouse can be covered.
 - d) Warehousing: Single climate controlled warehouse for all hardware where detailed inventory control systems will be in place
 - e) Testing: our team of OEM certified engineers would fully test all parts at our dedicated lab.
 - f) Warranty: GSM Systems would be 100% responsible for any warranty risk under the agreement
 - g) Sales and Marketing: GSM Systems would launch a targeted sales campaign to all users of Ericsson RBS2206
 - h) Existing orders: all existing orders for this hardware type would be allocated under the agreement
 - i) Dedicated Account manager: 1 full-time manager would be dedicated to handling this project and would be your interface for all issues
 - j) Dedicated Sales Team: 5-8 sales people would work 100% on sales of this hardware type to ensure rapid sales of the full volume. Our full sales team would be focused on the project as a priority
 - k) Revenue Sharing: depending on the level of deposit and responsibilities / costs taken by GSMS in this agreement the revenue share would fall between 60%/40% and 80%/20% Seller retaining the majority percentage.
 - l) Transparency / Accounting: Full transparency for all transactions would be provided and detailed monthly accounting of Sales and Inventory provided

Contact: Dan Knox on +1 212 431 3476 or Dknox@gsm systems.net