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The proposed Agreements with respect to the United States are effective as of March 15, 2010 and apply to all sales of new passenger automobiles, commercial or cargo motor vehicles, medium or heavy commercial vehicles, and multi-axle vehicles in the United States, Canada and Mexico, that are delivered, registered, or delivered and registered, as applicable, on or after the effective date. In the event of a material adverse change (MAC) to the consummation of the proposed Agreements, the parties will, within ten (10) business days of the date of such MAC, submit to the provisions of Section 11.1 of the Standard Terms and Conditions, dated as of the date of the proposed Agreements. See "Other Matters" for additional limitations and exclusions. Background. On March 5, 2010, the Governments of Canada and the United States agreed in principle to a proposed Agreement provides for the export and import of the data required to operate a motor vehicle from and to Canada. The United States may provide motor vehicle registration and license plates for vehicles exported from Canada, and may provide motor vehicles imported into the United States from Canada. The Canadian Government will provide for the installation of an e-Chassis system in the United States for those vehicles being exported from Canada. The two Governments will provide for the installation of an e-Chassis system, in the United States for those vehicles being imported from Canada. The two Governments will share the cost of the e-Chassis system, in the United States for those vehicles being information: - The decision by the two Governments to share the cost of the e-Chassis system will allow for the efficient introduction of the e-Chassis system, in the United States. The Canadian Government will provide assistance in the introduction of the e-Chassis system, in the United States. The Canadian Government will provide assistance in the introduction of each other's e-Chassis system and authorization to provide third-party e-Chassis system in Canada. 28 Mar 20

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