ULS Aries Monitor

Additional business-offer/Award Letter

Supplier: DIVA Lab.

DIva Lab. receives below offer for additional business. The offer is part of a fully committed awarding process. Consequences of accepting the offer apply as detailed in the Business RFQ process in Ariba (Ref. to ID: WS692924824-Doc2049762261)

Project Name	BIU	Part description	Spend Type	Size	Project launch	EAU 100% [pieces] Ramp up with	Share of project	Currency of prices [Currency]	Awarded Price
Aries	ULS	**Aries Monitor**	Direct/Indirect	24inch (1920*1200)	Aug 2024	1000 EAU with Ramp up	100%	USD/CNY	639.38$ 4,667.44¥
EPIQ Elite Monitor (additional years)	ULS	**EPIQ monitor**	Direct/indirect	24inch (1920*1200)	Aug 2024	3900 EAU	100%	USD/CNY	857.80$ 6,261.91¥

Side conditions

- Prices are valid until first year of mass Production.
- Diva will provide the YoY cost reduction 6% (excluded Prescribed item) from every year of 1-Jan ETD for 5 years. Counting from 2nd year of Mass production.
- Philips prescribed item ADP panel; Philips will use LOA to DIVA with ADP panel agreement(s) yearly.
- Currency is USD and CNY (no currency clause) if need change RMB/CNY following Philips AOP exchanges Rate(1USD=7.3CNY) in QST submitteerd by DIVA.
- If Philips decide outsourcing, the authorised intergrator will inherit terms from Philips. Via LOA way of working.
- NRE and tooling ref. WS692924824-Doc2049762261; which summary as in QST as: NRE: 36,375$ invest at DIVA cost; all leveraged tooling with EPIQ new tooling invest (347,362$) at DIVA cost(but tooling belong to Philips); except Bezel tooling for Aries and testing Cert. Total 180,000$ will invest by Philips: other un-informed or un-mentioned eg. packaging, addtional cert. cost will separately manage by Project-level (ref. to QST NRE-Tooling Proposal)
- If Spec. changes during development phase, will use Cost adjustment Form to trigger the cost change during the development.
- Any terms not mentioned on this Award letter will follow existing conracts in place: UPA, QA , SA , SMOI & bidder agreement @ Doc 204976221.
- Philips indicates EAU numbers to the best of its knowledge. However, they remain estimations and the actual demand could deviate (both to higher and lower values). Volumes are neither warranted nor guaranteed, and supplier shall not rely on actual volumes to equal forecasted demand.

DIVA acknowledgment:

We hereby confirm that we accept the Supplier Selection process including all negotiation rules and awarding conditions. Per Contracts and Bidder agreement

☑ **We confirm the prices above** including all side conditions

Jul. 26, 2024
Date

Martijn Bos
Philips Signature

Tony Chen
DIVA : Signature

PHILIPS

ULS Aries Monitors

Additional business-offer/Award Letter

Supplier:	DIVA Lab.

Side conditions #2:

- DIVA and Philips will update QST in very Q3/Q4 every year to implement the Next year ETD 1-Jan new price with:
  1. DIVA controlled own materials cost (6%)
  2. Philips pre-scribed items cost (TBD)
  3. QST file will follow Doc 2049762261 cost structure and attached in this awarding offer.
  4. DIVA agrees on Warranties terms for this projects which is indicated as 48 months;
  5. DIVA commitment of DPPM 200; Cost of NON-Quality could be calculated and reimbursed to Philips if DPPM > 200.
  6. DIVA Support SMOI business model in those 2 monitors per Philips and DIVA agrees on APL (Agreed Part List).
  7. DIVA Commit of Servers and Repair cost max to reach 70% of MP Unite price if out of Warranty.
  8. Diva Commit for these 2 Monitors will dual manufactory model (QISDA –SUZHOU + DIVA Taiwan) ref. to Diva Proposal Ver.7.
  9. All other Commitments will ref. to Communication letter and QST if not mentioned here.

QST 2024-07-22

Adobe Acrobat Document

DIVA acknowledgment:

We hereby confirm that we accept the Supplier Selection process including all negotiation rules and awarding conditions. Per Contracts and Bidder agreement

☑ **We confirm the prices above** including all side conditions

Jul 26, 2024	Martijn Bos	Tony Chao
Date	Philips Signature	DIVA : Signature

PHILIPS