

Office Supplies Agreement – Lisa T. Kwan (Procurement Director)

THIS AGREEMENT is made and entered into on 2025-07-06 (the “Effective Date”) by and between Umbrella Holdings plc (“Client”) and Vendor-0 Inc. (“Supplier”).

WHEREAS, Client desires to procure certain goods and/or services from Supplier, and Supplier agrees to provide such goods and/or services under the terms and conditions set forth herein;

NOW, THEREFORE, in consideration of the mutual covenants and agreements contained herein, the parties agree as follows:

1. Scope of Supply

Supplier shall provide the materials and/or services identified as: General Office Supplies (paper, pens, desk equipment) under Commodity Code 14000000 – Paper Materials and Office Supplies. The Material Group classification is OFFICE.

2. Quantity and Pricing

Client shall procure a total quantity of As needed units at a unit price of \$Varied per item USD.

3. Guaranteed Spend

Client agrees to a guaranteed minimum spend of \$79012 during the Validity Period of this Agreement, from 2025-07-06 to 2026-07-06. This Guaranteed Spend shall be enforceable irrespective of actual usage or delivery, constituting a Take-or-Pay obligation unless explicitly waived by Supplier in writing.

4. Payment Terms

Supplier shall invoice Client in accordance with the agreed payment terms of 90 days, and Client shall remit payment accordingly. All invoices must reference Purchase Requisition Number PR-930549 and Supplier ID BP100000.

5. Delivery and Performance

Delivery of goods or execution of services shall occur within the timeframe specified as 2025-07-06 to 2026-07-06. Delivery shall be made to Plant ID US01, and source of supply shall be Domestic.

6. Discounts and Adjustments

The contractually applied discount rate is 0%, unless superseded by any negotiated amendment.

7. Tax and Compliance

Applicable tax code for this Agreement is TX001. Both parties agree to comply with all relevant tax regulations and reporting obligations.

8. Cancellation Policy

Either party may terminate this Agreement subject to the following cancellation policy: 60 days written notice. Any early termination by Client may result in a shortfall invoice to meet the Guaranteed Spend.

9. Contract Reference and Status

This Agreement shall be known internally by Contract Reference CTR-20250000 and is currently in status: Pending.

IN WITNESS WHEREOF, the Parties hereto have executed this Agreement through their authorized representatives:

Signed for and on behalf of Umbrella Holdings plc:

Name: Lisa T. Kwan (Procurement Director)

Signature: _____

Signed for and on behalf of Vendor-0 Inc.:

Name: John Smith (Procurement Director)

Signature: _____