

PURCHASE AND SALE AGREEMENT

BY AND BETWEEN

KALAEI BUILDING SPA - AUCKLAND, NEW ZEALAND

AND

WINTEK SEALING INDUSTRIAL CO. LTD - NANTOU COUNTY, TAIWAN

Represented by: **BLUE GULF FZE - SHARJAH, U.A.E**

THIS PURCHASE AND SALE AGREEMENT is entered into this 3RD day of July 2018, by and between **KALAEI BUILDING SPA - AUCKLAND, NEW ZEALAND** and **WINTEK SEALING INDUSTRIAL CO. LTD - NANTOU COUNTY, TAIWAN** represented by **BLUE GULF FZE - SHARJAH, U.A.E** (hereinafter referred as "Seller") with office address at Dubai, United Arab Emirates.

RECITALS:

WHEREAS, the **WINTEK SEALING INDUSTRIAL CO. LTD - NANTOU COUNTY, TAIWAN** represented by **BLUE GULF FZE - SHARJAH, U.A.E** and **KALAEI BUILDING SPA - AUCKLAND, NEW ZEALAND** can enter into this Sale and Purchase Agreement and sign pertinent documents with full rights under terms and conditions specified therein;

WHEREAS, the **WINTEK SEALING INDUSTRIAL CO. LTD - NANTOU COUNTY, TAIWAN** desires to sell the Products defined below and the **KALAEI BUILDING SPA - AUCKLAND, NEW ZEALAND** desires to purchase the Products from **WINTEK SEALING INDUSTRIAL CO. LTD - NANTOU COUNTY, TAIWAN**.

NOW THEREFORE, in consideration of the mutual covenants and the agreements herein contained and other goods and valuable (the receipt and sufficiency of which are hereby acknowledged) the parties agree as follows:

- 1. Sale of Product.** **WINTEK SEALING INDUSTRIAL CO. LTD - NANTOU COUNTY, TAIWAN** hereby sells to **KALAEI BUILDING SPA - AUCKLAND, NEW ZEALAND** and **KALAEI BUILDING SPA - AUCKLAND, NEW ZEALAND** hereby purchases from **WINTEK SEALING INDUSTRIAL CO. LTD - NANTOU COUNTY, TAIWAN** the product details below:

Description	Quantity	UM	Unit Price	Total Price
Duplex Stainless Steel Angle Iron(DSS 2205)	120	TONS	€ 16,044.20	€ 1,925,304.00

BLUE GULF FZE



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2. **Purchase Price.** KALAEI BUILDING SPA - AUCKLAND, NEW ZEALAND shall pay to WINTEK SEALING INDUSTRIAL CO. LTD - NANTOU COUNTY, TAIWAN for the Products and for all obligations specified herein, as full and complete consideration therefore, the sum of € 1,925,304.00 (One Million Nine Hundred Twenty Five Thousand Three Hundred Four Euros Only).
3. **Payment.** Payment of the Purchase Price shall be made by KALAEI BUILDING SPA - AUCKLAND, NEW ZEALAND to WINTEK SEALING INDUSTRIAL CO. LTD - NANTOU COUNTY, TAIWAN or its representative BLUE GULF FZE - SHARJAH, U.A.E in full payment in advance before the delivery date.
4. **Acceptance.** "Acceptance" of the Product shall be deemed to occur on the date when, in the reasonable opinion of KALAEI BUILDING SPA - AUCKLAND, NEW ZEALAND the Product conforms to the Specifications, and has continuously operated in compliance with the Specifications for thirty (30) days after Product Turnover
5. **Indemnification.** In the event either party breaches or is deemed to have breached any of the representations and warranties contained in this Agreement, or fails to perform or comply with any of the covenants and agreements set forth in this Agreement, it shall hold harmless, indemnify and defend the other party, and its directors, officers, shareholders, attorneys, representatives and agents, from and against any damages incurred by the non-defaulting party.
6. **General.** WINTEK SEALING INDUSTRIAL CO. LTD - NANTOU COUNTY, TAIWAN shall perform this Agreement in compliance with all applicable local laws, rules, regulations, and ordinances, and represents that it shall have obtained all licenses and permits required by law to engage in the activities necessary to perform its obligations under this Agreement.



WINTEK SEALING INDUSTRIAL CO. LTD - NANTOU COUNTY, TAIWAN



KALAEI BUILDING SPA - AUCKLAND, NEW ZEALAND