

SENIOR ENGINEER COMPENSATION FRAMEWORK 2023-2024

DeepShield Systems, Inc.

Effective Date: January 1, 2023

1. PURPOSE AND SCOPE

1. This Senior Engineer Compensation Framework ("Framework") establishes the compensation structure, guidelines, and policies for Senior Engineering positions at DeepShield Systems, Inc. ("Company") for the period of January 1, 2023, through December 31, 2024.

2. This Framework applies to all employees classified as Senior Engineers (Level 4 and above) within the Company's Engineering organization, including but not limited to: Senior Software Engineers, Senior Security Engineers, Senior Systems Engineers, and Senior Infrastructure Engineers.

2. BASE COMPENSATION STRUCTURE

1. **Salary Bands**

- Level 4 (Senior Engineer): \$145,000 - \$185,000
- Level 5 (Staff Engineer): \$175,000 - \$225,000
- Level 6 (Principal Engineer): \$210,000 - \$275,000
- Level 7 (Distinguished Engineer): \$250,000 - \$350,000

2. **Geographic Differentials**

- Tier 1 Markets (SF Bay Area, NYC, Boston): 100% of base range
- Tier 2 Markets (Seattle, Austin, Washington DC): 95% of base range
- Tier 3 Markets (Other US locations): 90% of base range
- International: Market-specific adjustments as determined by HR

3. VARIABLE COMPENSATION

1. **Annual Performance Bonus**

- Target bonus percentage by level:
- Level 4: 15% of base salary
- Level 5: 20% of base salary

- Level 6: 25% of base salary
- Level 7: 30% of base salary

2. ****Equity Compensation****

- Initial Grant:
- Level 4: 15,000 RSUs
- Level 5: 25,000 RSUs
- Level 6: 40,000 RSUs
- Level 7: 60,000 RSUs
- Four-year vesting schedule with one-year cliff
- Annual Refresh Grants based on performance and market conditions

4. PERFORMANCE EVALUATION CRITERIA

1. ****Technical Excellence****

- Code quality and architecture design
- System performance optimization
- Security implementation
- Technical documentation
- Innovation contribution

2. ****Project Impact****

- Delivery of critical features
- System reliability improvements
- Security enhancement implementations
- Customer-facing impact
- Revenue influence

3. ****Leadership****

- Team mentorship
- Technical direction
- Cross-functional collaboration
- Knowledge sharing

- Strategic influence

5. ADVANCEMENT AND PROMOTION

1. **Promotion Criteria**

- Demonstrated mastery of current level requirements
- Consistent performance above level for 2+ quarters
- Leadership in technical decision-making
- Significant project impact
- Organizational influence

2. **Compensation Adjustments**

- Promotion-related increases: 15-25% of base salary
- Market adjustment reviews: Annual
- Performance-based adjustments: Semi-annual

6. ADDITIONAL BENEFITS

1. **Professional Development**

- Annual training allowance: \$5,000
- Conference attendance: 2 per year
- Professional certification reimbursement
- Patent filing bonuses: \$5,000 per approved patent

2. **Technical Equipment**

- Workstation refresh: Every 24 months
- Home office setup allowance: \$2,500
- Monthly internet allowance: \$100

7. ADMINISTRATION AND GOVERNANCE

1. This Framework shall be administered by the VP of Engineering in conjunction with Human Resources and the Compensation Committee.
2. Annual review and updates to this Framework shall be conducted by October 31 for the following calendar year.

3. Any modifications to this Framework must be approved by the Chief Technology Officer and Chief Financial Officer.

8. CONFIDENTIALITY AND NON-DISCLOSURE

1. This Framework and all compensation information contained herein are considered confidential and proprietary to DeepShield Systems, Inc.

2. Unauthorized disclosure of compensation information may result in disciplinary action up to and including termination of employment.

9. LEGAL COMPLIANCE

1. This Framework complies with all applicable federal, state, and local laws regarding compensation and employment.

2. The Company reserves the right to modify this Framework to maintain compliance with changing laws and regulations.

APPROVAL AND EXECUTION

APPROVED AND ADOPTED by the undersigned authorized representatives of DeepShield Systems, Inc.

Date: December 15, 2022

James Morrison

VP of Engineering

Robert Kessler

Chief Financial Officer

Sarah Blackwood

Chief Technology Officer