

**Order Form****Binah.ai Ltd**

2 Jabutinsky Road  
Ramat Gan, Israel

Date: September 30, 2020

Order Form #:  
Payment Terms: Prepaid

**Prepared For:**

Company: Universal Mind TV, Inc.  
Name: Ben Korbel  
Phone: +61 418 626 793  
Address, City, Zip: 5 Alma Street  
Country: Clontarf NSW 2093 AUSTRALIA  
E-mail: [ben@universalmind.tv](mailto:ben@universalmind.tv)

**Prepared By:**

Name: Alon Shem-Tov  
Phone: +972 54-4240917  
E-mail: [Alon.ShemTov@binah.ai](mailto:Alon.ShemTov@binah.ai)

DocuSigned by:

9/30/2020  
D90F2FB8-8678-4837-ADA6-90F228B4F51D

Product #	Description	Unit Cost	Qty	Price (USD)
SDK_500 User	Annual SDK License (iOS and Android) with up to 500 Users for Heart Rate Variability, Heart Rate, Oxygen Saturation, Respiration and Stress Index. Includes raw time domain livestream data for each of Heart Rate, Heart Rate Variability SDNN, Respiratory Rate, Oxygen, Saturation and Stress Index.  Blood Pressure will be added to this POC invoice as it becomes available, based upon \$20,000USD per annum pro rated for the 500 users tier.  At the conclusion of the 12 months POC, the Binah Annual SDK License cost for the immediate following period is as agreed per the tiers below: Annual SDK_5000 Users (inclusive blood pressure) - \$150,000 Annual SDK_10M Users (exclusive blood pressure) - \$12,000,000 Annual SDK_10M Users (inclusive blood pressure) - \$15,000,000	\$ 100,000	1	\$ 100,000
10%_DSCNT	Special time sensitive promotion: 10% off Annual License Price	\$ (10,000)	1	\$ (10,000)
<b>GRAND TOTAL</b>				<b>\$ 90,000</b>

Pricing is Valid Until: January 11, 2021

**IMPORTANT NOTE: THE INFORMATION CONTAINED IN THIS ORDER FORM IS CONFIDENTIAL AND SHALL NOT BE DISCLOSED.**

**Terms and Conditions**

- Payment(s) shall be made in US Dollars.
- Payment terms: Unless otherwise stated in this Order Form, payment is due in advance based on prepaid payment terms.
- Payments are non-refundable and non-cancellable.
- Remit to Binah.ai Ltd, 2 Jabutinsky Road, Ramat Gan, ISRAEL.
- All fees are exclusive of any applicable taxes, duties and similar governmental charges, and customer is responsible for payment of all such amounts, including Sales Tax, VAT, Withholding taxes, export, import and other duties imposed by any governmental agency in connection with this Order Form.
- Unless the license purchased hereunder is purchased for multiple years, all Users or Sessions purchased under this Order Form shall be available for a period of twelve (12) months as of the license start date indicating under this Order Form.  
Users or Sessions not consumed in the applicable license period will expire immediately and will not be accumulated to the following years.
- This Order Form shall be governed by the terms and conditions of Binah.ai SDK License and Services Agreement:  
<https://www.binah.ai/sdk-license-and-services-agreement/>  
unless there is another binding agreement between the parties concerning the Binah.ai SDK license and services.
- Customer agrees, as indicated below, that either (i) Customer will issue a separate purchase order for the purchase of the Products described in this Order Form ("Customer PO"); or (ii) Customer will not issue a separate Customer PO and this Order Form will serve as Customer's purchase order.
- (a) in the event there is any contradiction between the provisions of this Order Form and the License and Service Agreement or other binding agreement between the parties, the provisions of this Order Form will prevail;  
(b) in the event there is any contradiction between the provisions of this Order Form and any of the terms included in a Customer PO, then, the terms of this Order Form will prevail.

Acceptance - Please complete and sign by an authorized representative of the Customer

**\*\*Requested SDK license start date: 11-Jan-21**

- ☐ Check this box if Customer will issue a separate purchase order.  
☒ Check this box if Customer will NOT issue a separate purchase order. This Order Form will serve as Customer's purchase order

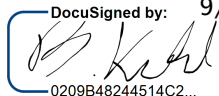
Bill To Address (for invoicing):

Ship To Address (if not same as Bill To):

**Company:** Universal Mind TV, Inc.  
**Name:** Ben Korbelt  
**Phone:** +61 418 626 793  
**Address, City, Zip:** 5 Alma Street  
**Country:** Clontarf NSW 2093 AUSTRALIA  
**E-mail:** [ben@universalmind.tv](mailto:ben@universalmind.tv)

**Customer:**

Signature:  
By: Ben Korbelt  
Title: CEO and Founder  
Date: 29.9.2020

DocuSigned by: 9/30/2020  
  
0209B48244514C2...

**Company:** Universal Mind TV PBC  
**Name:** Benjamin Korbelt  
**Phone:** +61 418 626 793  
**Address, City, Zip:** 5 Alma Street, Clontarf NSW  
**Country:** 2093 AUSTRALIA  
**E-mail:** ben@universalmind.tv