



1 Horse Guards Road
London
SW1A 2HQ

OES Medical Ltd
ABC House
Cotswold Dene
Standlake
Witney
OX29 7QG

10 April 2020

Dear Mr [REDACTED],

RE: Gemini – Letter of Commitment

Many thanks to you and your team for the excellent efforts that you have put into responding to the crucial Ventilator Challenge. We are delighted that your product appears to be suitable and would like to give you and your supply chain confidence to continue. Specifically:

- We commit to purchasing 5,000 units of the Gemini ventilator model, subject to meeting the issued Rapidly Manufacture Ventilation Supply (RMVS) specification v3.1 and regulatory approval.
- We would like to support you as you activate your supply chain and we urge these manufacturers to prioritise components that can be used to produce ventilators. A letter has been prepared as such which we will share with you.
- We would like to help you get any support you need to work with MHRA.
- This is subject to an appropriate price proposal from you.
- This is subject to open book accounting and a cost plus pricing structure of unit costs plus a profit rate to be agreed, capped at [REDACTED] %.

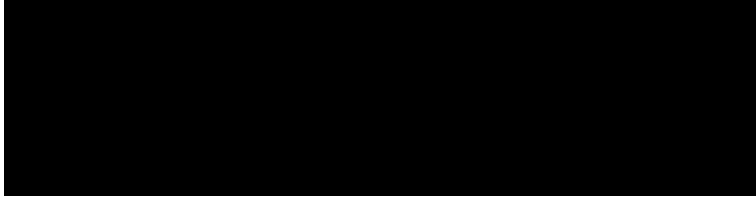
It would be helpful there, if you could send me a commercial proposal setting out proposed terms of business - if you need support with this, let us know. In this could you ensure you confirm:

- Your commitment to prioritising volume for purchase by the UK government until our confirmed demand has been met.
- A commitment on volumes for the first 6 weeks and a view of your schedule of production - we will need regular, daily updates on production plans.
- Your proposed pricing structure.
- How much you will have spent before you know whether the product will be approved.
- Your commitment for production of the first unit by 1st June 2020.
- A commitment to agree to open book accounting

- What other help you will need from us.

On receipt of these, my commercial team will work with you to finalise contracts.

Very kind regards,



Government Chief Commercial Officer.