

Research Grant (RGP) Program Offer Letter

This **RESEARCH GRANT PROGRAM** ("Offer") is effective _____, and the Offer becomes only binding once signed by both Parties: _____ ("Local Partner"); and EON Reality Inc., a California corporation with a corporate headquarters at 18 Technology Dr. Suite 110, Irvine, California 92618 United States of America ("EON")

1. Overview EON FSG Offer

1.1 Background

- (a) Governments and intergovernmental organizations are now focusing on a resilient, post pandemic economic recovery.
- (b) Significant and sustained investments in high-quality digital education is particularly crucial.
- (c) XR (Virtual Reality and Augmented Reality) has been identified as a key for building digital competitiveness in education.

1.2 Description of the EON Research Grant Program

- (a) Based on the pressing education needs in a post-pandemic environment, EON Reality has been able to secure grants for its Local Partners with governments and intergovernmental organizations in many different countries.
- (b) Because of these successes, EON Reality has now developed the EON Research Grant Program for qualifying academic institutions.
- (c) EON Reality hereby guarantees securing a grant and co investment as outlined in this agreement for setting up an EON-XR Program as described in Appendix A.

1.3 The EON-XR Program Delivery

Upon EON Reality and the Local Partner sign the Offer Letter agreement to set up the EON Program, EON Reality shall deliver the EON-XR Platform followed upon release the **Merged XR Platform and Spatial Meetings Platforms for 1700 students & 250 work/internships upfront & Hardware** as per EON-XR Center equipment list see attached in Appendix A under the column EON Co Investment and Grant Guarantee.

- (a) EON Reality guarantees hereby a **\$5,090,992.50** Grant in form of an in-kind co investment from EON and a donation through EON Reality Learn for Life to cover the 100% cost of the EON-XR Program for Year 1 as specified in the EON-XR Program equipment list attached in Appendix A under the column EON Co Investment and Grant Guarantee. All licenses are Perpetual for Usage of created lessons.

- (b) The Local Partner has an Option but not an obligation to extend the Offer Letter for Year 2 to 5 and receive additional grants where EON will cover 98.33% of the cost of the Research Grant Program for 5 years.
- (c) Upon EON Reality's delivery of the EON-XR platform, the Local Partner shall pay a one-time **grant guarantee fee of 1.67% of the Research Grant Program value i.e., a total \$85,019.57 within five (5) days after the delivery of the EON-XR Platform Licenses.**
- (d) EON and the Local Partner shall also engage with governments and intergovernmental organizations to secure an **additional grant of \$6.7 million** of which \$1.3 million will be provided to the Local Partner as a cash grant to expand the XR operation and the balance will be provided to EON to cover the cost for the Local partners XR platform expansion.

2. **EON-XR Program Hosting**

- 2.1 EON shall cover all the costs related to the cloud hosting of the EON-XR Platform with a dedicated institution for the Local Partner that shall be optimized for the location selected by the Local Partner.

3. **EON-XR Program Management**

- 3.1 The EON-XR Program will be managed and controlled by the Local Partner.

4. **Responsibilities**

- 4.1 EON and Local Partner shall jointly establish a Collaboration in the Region that will be responsible for the following:
- 4.2 EON shall:
 - (a) Secure the funding of the EON-XR Program as outlined in paragraph 1.3 The EON-XR Program Delivery
 - (b) Deliver the EON-XR Program Equipment as outlined in paragraph 1.3 The EON-XR Program Delivery and in Appendix A attached
 - (c) Actively participate in securing the additional grant by identifying grant sources, application process and other activities required to secure the additional funding.

(d) EON Reality will also cover for no additional charge 100% of the costs required for the EON pedagogical and technical XR team to implement the academic XR Self-Directed Learning Program including:

- (i) A comprehensive Needs Assessment Analysis of the Local Partner's programs with concrete XR guidelines based on the Education 3.0 approach.
- (ii) Full access to the EON-XR Resource Program with design assignments, user guides, video tutorials.
- (iii) The execution of EON Reality's 9-step implementation plan.
- (iv) Introduction to EON Reality's Global Academic Community for Remote Learning.
- (v) EON-XR Training Certification Level 1 and 2 online courses for all selected academic members.
- (vi) Workshops and online classes for teachers, students, and workers/interns to learn how to use and create lessons in EON-XR.
- (vii) The development of a framework for curriculum guidelines (both qualitative and quantitative).
- (viii) The delivery of the EON-XR module guidelines.
- (ix) Supply material document for technical training about EON-XR Program Equipment
- (x) Provide Local Partner with training on new EON-XR Platform, EON Library, EON Products and Services or any other new products and services introduced into the market after the Effective Date.
- (xi) Provide supporting materials for recruitment of the VR Innovation Academy teachers and students.
- (xii) This implementation support will demonstrate that both EON Reality and the Local Partner are committed to the execution of the Program which will facilitate securing external grant approval significantly.

4.3 Local Partner shall:

- (a) Comply with the submitted Online Application terms, which have been attached to this Offer as Appendix C
- (b) Within 14 days of the signature of this Offer and the delivery of the EON-XR platform the Local Partner will prepare a press release that will be to be jointly approved the Parties announcing the EON-XR Program establishment

- (c) Actively participate in securing the additional grant by identifying grant sources, application process and other activities required to secure the additional funding.
- (d) The Local Partner will integrate EON-XR as a part of the regular curriculum to be used as an experiential tool to facilitate learning, training, and performing in the departments identified during the needs assessment
- (e) Pay the grant guarantee fee of 1.67% of the EON-XR Program value i.e. a total \$85,019.57 as outlined in the EON-XR Program Delivery and in Appendix A attached.

Execution and Date

THIS OFFER is now fully executed with an Effective Date as completed by the last signing Party:

Local Partner – Executing Officer	Local Partner - Witness
Officer Name & Title	Witness Name & Relationship to Local Partner
[Insert Date]	[Insert Date]

EON Reality, Inc. – Executing Officer	EON Reality, Inc. – Witness
Dan Lejerskar, CEO & Chairman	Mats Johansson, President
[Insert Date]	[Insert Date]

Appendix A – Research Grant Program Equipment

EON-XR PART 1 RESEARCH GRANT PROGRAM					
					
Item #	Equipment Description	Qty	Unit price	List Price	EON-XR Center EON Co Investment and Grant Guarantee *
1	EON-XR Platform Enterprise (Industry Programs and Internships)	250	\$ 2,280.00	\$ 570,000.00	\$ 570,000.00
	EON-XR Platform Enterprise (Y1) - 750 users Cloud Delivery LEARN PLATFORM •CLOUD-BASED: Develop, Run, Manage, Access, Store, Host & Distribute XR •AGNOSTIC: Support for 30+ devices across Mob VR/AR(android, IOS), Desktop, HMD (Oculus Rift S, HTC Vive), AR device (Magic leap, HoloLens) - ASSETS & LIBRARY •VAST ASSET LIBRARY: Access to more than 1 million 3D models and 360° •UPLOAD OWN 3D/360 ASSETS: CAD /PLM/Scan model, BIM etc. - CONTENT CREATION •CREATE & SHARE 3D & 360 APPS: Easy, Do it yourself, Intuitive, No programming based •3D RECORDING TOOL: Multiple 3D recording for Standard Operation Procedure or guidance •SEARCH ASSISTED APPLICATION CREATION: Faster & easier to create rich XR content - CONTENT EXPERIENCE •EXPERIENTIAL LEARNING: Guided and Do it yourself mode •EXPERIENCE 3D & 360 LESSONS •OFFLINE MODE: Download applications to your Own device •LIFE SIZE AR: Enables exploration and interaction with large environments scale 1 to 1 •DIGITAL TWIN: Side by side or superimposed AR InstructionsOFFLINE MODE - REMOTE & MULTIUSER •REMOTE ONLINE XR: Groups interact virtually online with no risk of physical exposure •MULTI-USER SESSIONS: One-to-many Trainer to Trainee Learning Modules - ADMIN •INSTITUTION: In a private institution, students & teachers share access to the same group, content library, and share data & interactions. A one-time setup fee is also required •PUBLIC OR PRIVATE: Determine who can share, access distribute & assign to groups XR Apps, 3D/360 libraries •USER MANAGEMENT: Assessment, Analytics User Profiles, Login, LMS Integration •CONTENT MANAGEMENT: Integration with LMS, IoT, AI & CMS •ASSIGN & DISTRIBUTE LESSONS •3D ASSESSMENT TOOL: Virtual assessment track & assess user performance with final score report •TRACK & ASSESS STUDENT PERFORMANCE				
	TRAIN TRAINING MODULE: Procedure Practice, Remote Training, Virtual Certification MULTI-USER: Support For 1-1 Or 1-Many Training MULTI-PLATFORM: Cross Platform VR Training INTEGRATED COMMUNICATION: Voice over IP built in GUIDANCE AND ASSESSMENT: Step-by-step instructions for task completion and integrated assessment VIRTUAL PROCEDURE ASSESSMENT SEARCH ASSISTED LESSON CREATION HOST MULTI-USER REMOTE SESSIONS ASSIGN & DISTRIBUTE LESSONS TRACK & ASSESS STUDENT PERFORMANCE EXPERIENCE 3D & 360 LESSONS CREATE 3D & 360 LESSONS				
	PERFORM PERFORMANCE MODULE: AR Assist MRO, Remote Expert Assist, RT Data Display MULTI-USER: Support for operation manager and multiple workers MULTI-PLATFORM: Remote Users (Phones, Tablets, Wearables) KNOWLEDGE MARKERS: AR Anchor Point Placement and Annotated with text, voice, video, 3D data				
2	EON-XR Platform Education	1700	\$ 660.00	\$ 1,122,000.00	\$ 1,122,000.00
	EON-XR Platform Education (Y1) - 5,000 users Cloud Delivery LEARN PLATFORM •CLOUD-BASED: Develop, Run, Manage, Access, Store, Host & Distribute XR •AGNOSTIC: Support for 30+ devices across Mob VR/AR(android, IOS), Desktop, HMD (Oculus Rift S, HTC Vive), AR device (Magic leap, HoloLens) - ASSETS & LIBRARY •VAST ASSET LIBRARY: Access to more than 1 million 3D models and 360° •UPLOAD OWN 3D/360 ASSETS: CAD /PLM/Scan model, BIM etc. - CONTENT CREATION •CREATE & SHARE 3D & 360 APPS: Easy, Do it yourself, Intuitive, No programming based •3D RECORDING TOOL: Multiple 3D recording for Standard Operation Procedure or guidance •SEARCH ASSISTED APPLICATION CREATION: Faster & easier to create rich XR content - CONTENT EXPERIENCE •EXPERIENTIAL LEARNING: Guided and Do it yourself mode •EXPERIENCE 3D & 360 LESSONS •OFFLINE MODE: Download applications to your Own device •LIFE SIZE AR: Enables exploration and interaction with large environments scale 1 to 1 •DIGITAL TWIN: Side by side or superimposed AR InstructionsOFFLINE MODE - REMOTE & MULTIUSER •REMOTE ONLINE XR: Groups interact virtually online with no risk of physical exposure •MULTI-USER SESSIONS: One-to-many Trainer to Trainee Learning Modules - ADMIN •INSTITUTION: In a private institution, students & teachers share access to the same group, content library, and share data & interactions. A one-time setup fee is also required •PUBLIC OR PRIVATE: Determine who can share, access distribute & assign to groups XR Apps, 3D/360 libraries •USER MANAGEMENT: Assessment, Analytics User Profiles, Login, LMS Integration •CONTENT MANAGEMENT: Integration with LMS, IoT, AI & CMS •ASSIGN & DISTRIBUTE LESSONS •3D ASSESSMENT TOOL: Virtual assessment track & assess user performance with final score report •TRACK & ASSESS STUDENT PERFORMANCE				
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	PERFORM PERFORMANCE MODULE: AR Assist MRO, Remote Expert Assist, RT Data Display MULTI-USER: Support for operation manager and multiple workers MULTI-PLATFORM: Remote Users (Phones, Tablets, Wearables) KNOWLEDGE MARKERS: AR Anchor Point Placement and Annotated with text, voice, video, 3D data				
3	XR Innovation Equipment			\$ 14,992.50	\$ 14,992.50
3.1	EON-XR Marketplace Credits	500	\$ 10.00	\$ 5,000.00	\$ 5,000.00
3.2	3DScanning - Structure Sensor bundle for iPad	1	\$ 540.00	\$ 540.00	\$ 540.00
3.3	Apple iPad Pro 11"	1	\$ 899.00	\$ 899.00	\$ 899.00
3.4	EON HMD (Oculus Quest with Link Cable)	1	\$ 495.00	\$ 495.00	\$ 495.00
3.5	EON AR Glasses (Magic Leap)	1	\$ 2,295.00	\$ 2,295.00	\$ 2,295.00
3.6	Custom VR Head Mounted Display Hardware (Hornido Mini)	300	\$ 8.00	\$ 2,400.00	\$ 2,400.00
3.7	360° Camera - Ricoh Theta Z1 or similar	1	\$ 999.50	\$ 999.50	\$ 999.50
3.8	Projection system for training area	1	\$ 1,900.00	\$ 1,900.00	\$ 1,900.00
3.9	Audio system	1	\$ 465.00	\$ 465.00	\$ 465.00
	Total Part 1:			\$ 1,706,992.50	\$ 1,706,992.50
	Percent:			100.0%	100.0%

MERGED XR PART 2 RESEARCH GRANT PROGRAM 					
Item #	Equipment Description	Qty	Unit price	List Price	EON-XR Center EON Co Investment and Grant Guarantee *
1	Merged XR Platform Enterprise (Industry Programs and Internships)	250	\$ 2,280.00	\$ 570,000.00	\$ 570,000.00
	Digital Twin Import - Import scanned data from recommended 3rd party apps on mobile directly into EON-XR app Auto alignment - between Digital and Real Auto alignment using a simple three points selection and match process Generate Annotation X,Y,Z Location by point and click Annotation Name Generation Options : Automatic: Using AI Portal (integrated with Google Vision API) Manual: AR Edit mode using Speech to text AI Knowledge Portals - Are Floating activity panels Video, images etc. placed in space AI Knowledge Portal Generation: - Using the previously taken Picture, AI Portal and EON Spatial Creation technology (where the creator physically walks to each Knowledge Portal and Picks & Chooses among the digital assets) auto generating the following AI Knowledge Portals: Image - that was already selected Memo - using Search Assistant application creation Voice - use text to speech from Memo Translate - Automatic translate among 108 language Video YouTube - select a suitable video that fits best your annotation PDF - import file or browse to selected PDF files Assessment Knowledge Portals Locate is generated automatically Identify is generated automatically Quiz is generated automatically + Add Button - allows you to import 3D scan,3D graphical generated object, 360 Image for context Voice control commands - Customized voice commands like: Add annotation, Explode, 3D record etc 3D Recording - for Guided tour, Step by step procedure or 3D assessment with: Avatar, Highlights, Path, Sequence Creation of Lesson - Set up control points and mark up in what order it should be done AR Lesson Assessment Editing: Locate, Identify, Quiz, and 3D recording 3D markup in AR mode: Arrows, Notes, Highlights, Circles etc. Teleport to other lessons - Link to other lessons from your playlists USER EXPERIENCE MODALITIES: Explore - freely the experience Guided Tour - Take a guided tour following the 3D recording Assessment - Conduct an assessment skills based on the generated Quizzes, Identify, Locate Spatial Meeting - Initiate or participate in the live Spatial meeting				
2	Merged XR Platform Education	1700	\$ 660.00	\$ 1,122,000.00	\$ 1,122,000.00
	Digital Twin Import - Import scanned data from recommended 3rd party apps on mobile directly into EON-XR app Auto alignment - between Digital and Real Auto alignment using a simple three points selection and match process Generate Annotation X,Y,Z Location by point and click Annotation Name Generation Options : Automatic: Using AI Portal (integrated with Google Vision API) Manual: AR Edit mode using Speech to text AI Knowledge Portals - Are Floating activity panels Video, images etc. placed in space AI Knowledge Portal Generation: - Using the previously taken Picture, AI Portal and EON Spatial Creation technology (where the creator physically walks to each Knowledge Portal and Picks & Chooses among the digital assets) auto generating the following AI Knowledge Portals: Image - that was already selected Memo - using Search Assistant application creation Voice - use text to speech from Memo Translate - Automatic translate among 108 language Video YouTube - select a suitable video that fits best your annotation PDF - import file or browse to selected PDF files Assessment Knowledge Portals Locate is generated automatically Identify is generated automatically Quiz is generated automatically + Add Button - allows you to import 3D scan,3D graphical generated object, 360 Image for context Voice control commands - Customized voice commands like: Add annotation, Explode, 3D record etc 3D Recording - for Guided tour, Step by step procedure or 3D assessment with: Avatar, Highlights, Path, Sequence Creation of Lesson - Set up control points and mark up in what order it should be done AR Lesson Assessment Editing: Locate, Identify, Quiz, and 3D recording 3D markup in AR mode: Arrows, Notes, Highlights, Circles etc. Teleport to other lessons - Link to other lessons from your playlists USER EXPERIENCE MODALITIES: Explore - freely the experience Guided Tour - Take a guided tour following the 3D recording Assessment - Conduct an assessment skills based on the generated Quizzes, Identify, Locate Spatial Meeting - Initiate or participate in the live Spatial meeting				
		Total. Part 2 :		\$ 1,692,000.00	\$ 1,692,000.00
		Percent:		100.0%	100.0%

SPATIAL MEETINGS PART 3 RESEARCH GRANT PROGRAM					
Item #	Equipment Description	Qty	Unit price	List Price	EON-XR Center EON Co Investment and Grant Guarantee *
1	Spatial Meetings Platform Enterprise (Industry Programs and Internships)	250	\$ 2,280.00	\$ 570,000.00	\$ 570,000.00
	Teleport to a Real Place in Real Time - Explore, Discover, Converse by Walking Around And Interacting With The Host's Surroundings Group Spatial Meeting - Up to 30 participants Auto alignment between Digital and Real - Auto alignment by Organizer Spatial Meeting for XR Objects, Sections of Environment and Full Environments Avatar Customization - Chose between a list of avatars (Students, Teacher, Trainer, Trainee, Nurse, Doctor etc.) Full Body Animated Avatars - Walk, Point, Turn etc. All participants represented as Avatars (Not only the presenter) Integrated Communication: Voice over IP built in Add users from inside the meeting - Invite additional participants while inside meeting AI Knowledge Portals Review and Update - AR Floating activity panels with Video, images, Memos,Voice, PDF, Translate etc. placed in space Voice control commands - Customized voice commands like: Explode, 3D record etc AR Assessment during meeting: Locate, Identify, Quiz, and 3D recording 3D markup in AR mode - All Meeting participants can add their own distinct colored 3D markup : Arrows, Notes, Highlights, Circles etc. Walking trace of participants - Trace of participants footsteps (fades away after some time) 3D Recording Playback - for Guided tour, Step by step procedure or 3D				
2	Spatial Meetings Platform Education	1700	\$ 660.00	\$ 1,122,000.00	\$ 1,122,000.00
	Teleport to a Real Place in Real Time - Explore, Discover, Converse by Walking Around And Interacting With The Host's Surroundings Group Spatial Meeting - Up to 30 participants Auto alignment between Digital and Real - Auto alignment by Organizer Spatial Meeting for XR Objects, Sections of Environment and Full Environments Avatar Customization - Chose between a list of avatars (Students, Teacher, Trainer, Trainee, Nurse, Doctor etc.) Full Body Animated Avatars - Walk, Point, Turn etc. All participants represented as Avatars (Not only the presenter) Integrated Communication: Voice over IP built in Add users from inside the meeting - Invite additional participants while inside meeting AI Knowledge Portals Review and Update - AR Floating activity panels with Video, images, Memos,Voice, PDF, Translate etc. placed in space Voice control commands - Customized voice commands like: Explode, 3D record etc AR Assessment during meeting: Locate, Identify, Quiz, and 3D recording 3D markup in AR mode - All Meeting participants can add their own distinct colored 3D markup : Arrows, Notes, Highlights, Circles etc. Walking trace of participants - Trace of participants footsteps (fades away after some time) 3D Recording Playback - for Guided tour, Step by step procedure or 3D				
Total Part 3:				\$ 1,692,000.00	\$ 1,692,000.00
	Grand Total			\$ 5,090,992.50	\$ 5,090,992.50
	Percent:			100.0%	100.0%
Notes:					
* In conjunction with EON Reality's delivery of EON-XR Platform and the signing of the binding Offer Letter Agreement, the partner pays the non refundable grant fee of 1.67% of the EON-MXR Center value (\$85,019.5					
1) This Equipment List is Subject to the terms and conditions of the EON-XR Platform Software as a Service Subscription Service Agreement					
2) Sale will be taxed unless exemption number is provided.					
3) This Agreement is non-cancelable and non-refundable including the deliverables.					
4) Taxes, tariffs and duties excluded.					

Appendix B - Supply and Service Warranty

1. EON guarantees the Supply, Service and Warranty of an EON-XR Program Equipment including the equipment set-up and installations as detailed in the EON-XR Program Master Offer.

Local Partner will enjoy full ownership of the products and license rights to the use of all the equipment listed in this Supply and Service Warranty document as an end-user, without any restrictions, for the purposes of carrying out all the EON-XR Program activities including full commercial VR and AR development and use.

In addition, as per the EON-XR Program Equipment Offer, a two-year hardware warranty is included for system components. Optional support/upgrade programs are available beyond basic offering.

2. Service Warranty

The following detailed service parameters are the responsibility of EON in the ongoing support of this Warranty.

2.1 Service Scope

The following Services are covered by this Warranty.

- o Manned telephone support
- o Monitored email support
- o Remote assistance using Remote Desktop and a Virtual Private Network where available
- o Planned or Emergency Onsite assistance (extra costs apply)
- o Regular system health check

2.2 Local Partner Requirements

Local Partner responsibilities and/or requirements in support of this Warranty include:

- Payment for the EON-XR Program equipment as stipulated in the EON-XR Program Equipment Offer
- Reasonable availability of Local Partner representative(s) when resolving a service-related incident or request.

2.3 EON_INC Requirements

EON_INC responsibilities and/or requirements in support of this Warranty include:

- Meeting response times associated with service-related incidents.
- Appropriate notification to Local Partner for all scheduled maintenance.

2.4 Service Assumptions

Changes to services must be communicated and documented to all stakeholders.

2.5 Service Management.

The following sections provide relevant details on service availability, monitoring of in-scope services and related components.

- a. Service Availability
 - i. Telephone support: 9:00 A.M. to 5:00 P.M. PST Monday – Friday
Calls received out of office hours will be forwarded to a mobile phone and best efforts will be made to answer / action the call, however there will be a backup answer phone service;
 - ii. Email support: Monitored 9:00 A.M. to 5:00 P.M. PST Monday – Friday
Emails received outside of office hours will be collected, however no action can be guaranteed until the next working day
- b. Service Requests.
- c. In support of services outlined in this Warranty, the EON_INC will respond to service-related incidents and/or requests submitted by Local Partner within the following time frames:
 - i. 0-8 hours (during business hours) for issues classified as High priority.
 - ii. Within 48 hours for issues classified as Medium priority.
 - iii. Within 5 working days for issues classified as Low priority.

Remote assistance will be provided in-line with the above timescales dependent on the priority of the support request.

Appendix C - Submitted Online Application

The Local Partner will comply with the submitted Online Application terms, which have been attached here.