



UPS Limited
UPS House, Forest Road, Feltham
Middlesex TW13 7DY
United Kingdom

STEVE NIXON
VIAMED LTD
15 STATION ROAD
CROSSHILLS
BD20 7DT

21.11.2022

LETTER OF AGREEMENT

This Letter sets out the terms of an Agreement between UPS Limited ("UPS") and VIAMED LTD, contracting on its behalf and on behalf of the entities as listed in Addendum A (the "Customer").

1. SERVICE OVERVIEW: UPS provides services as set out in the applicable UPS Service & Tariff Guide, as amended by UPS from time to time. All goods are carried subject to the applicable UPS Terms & Conditions of Carriage, as amended by UPS from time to time, the UPS Service & Tariff Guide, and in particular subject to the limits of liability set out therein. As set out in the same documents, UPS offers a facility for obtaining coverage in excess of these liability limits. UPS reserves the right to alter its service offerings at its discretion from time to time.

2. DOCUMENTATION: UPS can only accept shipments if accompanied by adequate documentation as specified in the UPS Terms & Conditions of Carriage and the UPS Service & Tariff Guide.

3. DISCOUNT PROGRAM: The published rates set out in the UPS Service and Tariff Guide in effect on the date of shipment are referred to in this Agreement as the "UPS Tariff". UPS will apply discounted rates as set out in the attached Addendum B and C, subject to the conditions set out therein. The discounted rates are expressed as either discounts off the UPS Tariff or as the actual rate that will be applied. Please note that the shipping rates are based either on the total actual weight of the shipment or the total dimensional weight of the shipment, whichever is greater. Details about dimensional weight are stipulated in the UPS Service & Tariff Guide.

UPS will apply the specified discounted rates only to the services and account numbers, set out in Addendum A, B and C. The UPS Tariff will apply to all other services and account numbers. Surcharges and accessorials apply as published in the UPS Tariff, unless otherwise indicated.

The discounted rates are exclusive of tax. Where applicable, VAT will be charged at the standard rate.

4. AUTOMATION: Customer agrees to supply the UPS Service Provider with a hard copy summary manifest at the time that the packages are tendered to UPS for shipment and provide UPS with Timely Upload of electronic Package Level Detail ("PLD") in a form acceptable to UPS. PLD includes, but is not limited to, consignee's full name, complete delivery address, package weight and zone. Timely Upload is defined as the electronic transmission of PLD to UPS at the time the packages are tendered to UPS. Customer agrees to provide smart labels on all packages tendered to UPS. A smart label, as defined herein and described in the current UPS Guide to Labeling, which may be updated from time to time by UPS, includes, but is not limited to, a MaxiCode, Postal Bar Code, current UPS Routing Code, appropriate UPS Service Icon and a UPS 1Z Tracking Number Bar Code. Customer further agrees that all shipping locations will use a UPS OnLine or OnLine compatible shipping solution that is approved and authorized by UPS as such.

5. COMMITTED ACTIVITY: The discounted rates and terms detailed in this Agreement are conditional on the Customer's committed shipping activity as described in Addendum B. Only the letters, documents, and packages shipped under the account number(s) in Addendum A will be used to determine whether the Customer has reached the minimum requirements of this Agreement. UPS reserves the right to renegotiate or cancel any discounted rates with immediate effect in case the Customer's actual shipping patterns differ from the committed activity.

6. DISSEMINATION: The Customer will communicate a copy of this Agreement to each of the entities mentioned in Addendum A emphasising that this Agreement reflects the final and binding Agreement, not only between the Customer and UPS, but also between each entity and UPS. The Customer agrees that the list of Account Numbers on Addendum A is accurate and complete. Account numbers may be added or deleted only by mutual written Agreement between parties. Additions to Addendum A require ten (10) business days advance notice to become effective.

7. PAYMENT TERMS: Customer agrees to pay for all shipments in full within the time period required by UPS. The negotiated payment terms for the applicable account numbers are identified on Addendum A. These payment terms supersede any previous payment terms for these account numbers. Payment terms contained within this agreement will be valid for the term of this agreement after which time the accounts will revert to the payment terms contained in the UPS Rate and Service Guide and UPS Tariff/Terms and Conditions of Service.

8. NON-TRANSFERABILITY: The Customer agrees that the discounted rates and terms of this Agreement are only applicable to the Account Numbers listed in Addendum A, and may not be assigned, transferred or used for resale to any other party without prior written agreement between the parties. The Customer understands that breach of this clause entitles UPS immediately to cancel this Agreement.

9. CONFIDENTIALITY: The Customer agrees to keep confidential and not publish or publicly display the terms and discounted rates set out in this Agreement, including their existence, unless disclosure is required by law or agreed in writing by UPS.

10.DURATION: This agreement will remain in effect from 23 November 2022 until 31 December 2026, and will automatically continue thereafter for an indefinite period unless and until terminated by either party in accordance with this Agreement. Either Party may terminate this Agreement at any time (including during the first year) without cause by giving 30-calendar days written notice.

11. ENTIRE AGREEMENT: This Agreement and all its Addenda supersede any existing agreements made between the parties relating to the subject matter of this Agreement. It may only be modified by written Agreement between the parties.

12. TERMS & CONDITIONS: The UPS Terms & Conditions of Carriage are an essential part of this Agreement, which the customer acknowledges they have received. The latest version, which shall always be the applicable one, is set out on the relevant country page of the UPS website at www.ups.com.

13. NOTICES: All notices, requests, demands or other communications required or permitted to be given or made under this agreement shall be in writing.


14. GOVERNING LAW AND JURISDICTION: In the event of any dispute between UPS and the Customer, concerning this Agreement and/or any services provided by UPS pursuant to this Agreement, this Agreement shall be exclusively governed by and construed according to the laws of the country where the Customer has its registered office or principal address and the competent court of such location shall have exclusive jurisdiction.

The attached Addenda are hereby made part of this agreement:

Addednum A	List of Account Numbers
Addendum B	Discount program

UPS

DocuSigned by:



Signature (An Authorized Representative)

Jenny Harland

Name

Account Manager

Title

11/21/2022 | 8:13 AM PST

Date signed

CUSTOMER

Signature (An Authorized Representative)

Steve Nixon

Name

Director

Title

Date signed



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ADDENDUM A: LIST OF ACCOUNT NUMBERS
VIAMED LTD

Only the account number(s) listed in this Addendum are eligible for the discounted rates as specified in Addendum B.
The following accounts shall have their activity committed and are eligible for incentives as specified in Addendum B:

Account Numbers	9W9638
	A8Y729
	8W4782

If any account number is currently included in another contract for an identical service discount, and this offer is accepted, the account number will automatically be deemed to be removed from the existing contract and the terms of that contract are amended automatically to reflect the deletion.

UPS

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Jenny Harland

Signature (An Authorized Representative)

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Name

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ADDENDUM B: DISCOUNT PROGRAM

Net Freight Rates		Letter	0 - 2 kg	2.01 - 5 kg	5.01 - 10 kg	10.01 - 15 kg	15.01 - 20 kg	20.01 - 25 kg	25.01 - 30 kg	>30kg (rates/kg)	Minimum/Pkg
Zone 1	Standard	-	£ 3.90	£ 3.90	£ 3.90	£ 4.90	£ 4.90	£ 4.90	£ 5.90	£ 0.20	£ 3.00
	Saver	£ 4.50	£ 4.90	£ 4.90	£ 4.90	£ 5.90	£ 5.90	£ 5.90	£ 6.90	£ 0.23	£ 4.00
	Express	£ 6.50	£ 6.90	£ 6.90	£ 6.90	£ 8.52	£ 8.52	£ 8.52	£ 9.97	£ 0.33	£ 5.80
Zone 2	Standard	-	£ 4.40	£ 4.40	£ 4.40	£ 5.40	£ 5.40	£ 5.40	£ 6.40	£ 0.21	£ 3.50
	Saver	£ 4.50	£ 4.90	£ 4.90	£ 4.90	£ 5.90	£ 5.90	£ 5.90	£ 6.90	£ 0.23	£ 4.00
	Express	£ 6.50	£ 6.90	£ 6.90	£ 6.90	£ 8.52	£ 8.52	£ 8.52	£ 9.97	£ 0.33	£ 5.80
Zone 3	Standard	-	£ 7.50	£ 7.50	£ 8.00	£ 9.25	£ 9.25	£ 9.85	£ 10.40	£ 0.35	£ 6.55
	Saver	£ 7.25	£ 12.10	£ 15.35	£ 19.95	£ 23.20	£ 26.45	£ 30.60	£ 33.30	£ 1.11	£ 10.00
	Express	£ 7.80	£ 12.90	£ 16.30	£ 21.30	£ 24.85	£ 28.35	£ 32.45	£ 35.10	£ 1.17	£ 10.65
Zone 4	Standard	-	£ 9.00	£ 9.00	£ 11.65	£ 12.90	£ 12.90	£ 13.90	£ 14.80	£ 0.49	£ 8.55
	Saver	£ 7.35	£ 13.30	£ 17.75	£ 24.65	£ 30.05	£ 35.40	£ 41.45	£ 45.40	£ 1.51	£ 12.35
	Express	£ 7.95	£ 14.20	£ 18.85	£ 26.40	£ 32.25	£ 37.90	£ 44.25	£ 48.35	£ 1.61	£ 13.20
Zone 5	Standard	-	£ 10.00	£ 10.00	£ 12.80	£ 12.80	£ 12.80	£ 13.80	£ 14.70	£ 0.49	£ 8.55
	Saver	£ 7.55	£ 14.50	£ 19.05	£ 24.90	£ 30.40	£ 36.05	£ 42.35	£ 46.45	£ 1.55	£ 12.35
	Express	£ 8.20	£ 15.45	£ 20.20	£ 26.70	£ 32.65	£ 38.60	£ 45.45	£ 49.85	£ 1.66	£ 13.20
Zone 6	Standard	-	£ 14.50	£ 14.50	£ 14.55	£ 15.80	£ 16.30	£ 17.30	£ 18.20	£ 0.61	£ 13.45
	Expedited	-	£ 23.70	£ 33.85	£ 45.85	£ 51.65	£ 57.50	£ 63.55	£ 69.30	£ 2.31	£ 11.00
	Saver	£ 13.40	£ 22.60	£ 30.35	£ 40.65	£ 50.85	£ 61.10	£ 72.65	£ 80.10	£ 2.67	£ 12.20
	Express	£ 14.40	£ 24.05	£ 32.05	£ 43.30	£ 53.90	£ 64.55	£ 76.80	£ 84.85	£ 2.83	£ 13.00
Zone 7	Expedited	-	£ 23.70	£ 33.85	£ 45.85	£ 51.65	£ 57.50	£ 63.55	£ 69.30	£ 2.31	£ 11.00
	Saver	£ 10.60	£ 16.35	£ 22.45	£ 40.50	£ 60.75	£ 76.15	£ 89.35	£ 97.90	£ 3.26	£ 10.05
	Express	£ 10.20	£ 17.50	£ 23.75	£ 43.00	£ 64.35	£ 80.65	£ 94.55	£ 103.55	£ 3.45	£ 10.65
Zone 8	Expedited	-	£ 27.05	£ 37.45	£ 52.70	£ 60.60	£ 68.10	£ 75.90	£ 83.40	£ 2.78	£ 12.65
	Saver	£ 13.50	£ 23.85	£ 32.65	£ 46.35	£ 59.50	£ 109.15	£ 132.70	£ 148.00	£ 4.93	£ 13.90
	Express	£ 14.40	£ 25.50	£ 34.55	£ 49.10	£ 63.00	£ 115.45	£ 140.45	£ 156.80	£ 5.23	£ 14.75
Zone 9	Expedited	-	£ 27.05	£ 37.65	£ 52.70	£ 64.20	£ 75.90	£ 88.05	£ 99.85	£ 3.33	£ 12.65
	Saver	£ 14.85	£ 26.25	£ 35.90	£ 50.95	£ 65.45	£ 109.15	£ 132.70	£ 148.00	£ 4.93	£ 13.90
	Express	£ 15.80	£ 28.05	£ 38.05	£ 54.00	£ 69.30	£ 115.45	£ 140.45	£ 156.80	£ 5.23	£ 14.75
Zone 10	Expedited	-	£ 37.55	£ 52.65	£ 75.85	£ 100.10	£ 122.75	£ 145.40	£ 165.65	£ 5.52	£ 12.65
	Saver	£ 16.75	£ 30.35	£ 42.55	£ 61.30	£ 80.85	£ 99.45	£ 121.35	£ 135.65	£ 4.52	£ 13.90
	Express	£ 17.80	£ 32.40	£ 45.05	£ 64.80	£ 85.65	£ 105.35	£ 128.55	£ 143.70	£ 4.79	£ 14.75

Please note: Export, Import and Return Prices for all Zones listed in this Rate Card are equivalent.

Ship to UPS Access Point

£0.50 discount for rate per shipment up to 20 kg at the rates indicated above when addressing and delivering the shipment to a UPS Access Point.

Hint: Shipping to an UPS Access Point is possible up to a maximum weight of 20 kg.

Rate Increase

The above prices are valid for the period until December 31, 2022. Insofar as shipping continues on the basis of these rates from January 1st 2023, the prices increase every year by 4.0%.



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Zone 1	Zone 2	Zone 3	Zone 4	Zone 5	Zone 6	Zone 7	Zone 8	Zone 9	Zone 10
England	Northern Ireland	Belgium	Austria	Bulgaria	Albania	Canada	China	Australia	Rest of the World
Scotland		France	Azores	Croatia	Andorra	Mexico	Hong Kong	New Zealand	
Wales		Germany	Czech Republic	Cyprus	Belarus	Puerto Rico	Indonesia		
		Ireland, Republic of	Denmark	Estonia	Bosnia and Herzegovina	United States	Japan		
		Luxemburg	Finland	Hungary	Ceuta		Macau		
		Monaco	Greece	Latvia	Faroe Island		Malaysia		
		Netherlands	Italy	Lithuania	Gibraltar		Philippines		
			Madeira	Malta	Greenland		Singapore		
			Poland	Romania	Guernsey		South Africa		
			Portugal	Slovakia	Iceland		South Korea		
			Spain	Slovenia	Jersey		Taiwan		
			Sweden		Kosovo		Thailand		
					Liechtenstein		UAE		
					Macedonia				
					Melilla				
					Moldova				
					Montenegro				
					Norway				
					Russia				
					San Marino				
					Serbia				
					Switzerland				
					Turkey				
					Ukraine				



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Accessorial Discounts	
Accessorial	Discounts
Fuel Surcharge (Note: Domestic Standard fuel index is applied to Domestic Express services)	25.0%
Residential Delivery - Domestic and International	30.0%
Extended and Remote Area Pickup / Delivery - Domestic and International	75.0%
Additional Handling Charge	50.0%
Print Return Label	90.0%
Dangerous Goods: Ground Limited Quantity	90.0%
On Call Collection: Future Day by Phone / on the Web	50.0%
Weekly Service Charge	100.0%

The current valid fuel surcharge can be found at: https://www.ups.com/lu/en/shipping/surcharges/fuel-surcharges.page?loc=en_GB
The latest UPS service and tariff guides can be found at: <https://www.upscontentcentre.com/html/uk>

Current valid tariffs for surcharges and other services that may arise during shipping can be found in the currently valid tariff table.

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