

Viamed and Lateral Medical
Product Representation Agreement

Viamed hereby appoints Lateral Medical as our Exclusive Dealer for the Microstim DB3 for exclusive importation, marketing and distribution within Australia, effective from 14th October 2008 to 14th October 2010. (With a review on October 14th, 2009)

Subject to the following:

During this agreement, Viamed agrees to the following:

- Exclusively for Australia, sell to Lateral Medical at the ex works prices found in the Viamed price list.
- Viamed will not sell Microstim DB3 or any variation on this product to any other company within Australia during the effective term of this agreement.
- Viamed will provide Lateral Medical with sufficient colour brochures and technical data on the Microstim DB3.

In consideration for the above, Lateral Medical agrees to the following:

- Use its best efforts to promote, market, distribute and sell Microstim DB3 solely in Australia.
- Sell directly to end users, or via sub-dealers in Australia.
- Not sell any products and accessories that compete with Microstim DB3.
- Prior to shipment, prepay Viamed via TT/Wire Transfer for all orders.
- Lateral Medical agrees to participate in one or more national anaesthetic conferences and exclusively display Microstim DB3.
- Lateral Medical agrees to keep full records of all Microstims DB3s, product Lot Numbers/Serial Numbers for Quality Assurance Purposes and make these available on request. This traceability will include tracking these Lot Numbers/Serial Numbers from receipt, stocking and distribution to end users.
- Lateral Medical agrees to notify Viamed on any product complaints related to any indication of patient or end user injury.
- We anticipate selling at least 100 units per year or more.

This agreement may be mutually renewed in writing by both parties

Accepted and Agreed:

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Paul Williams

Paul Williams

Director, Lateral Medical, 14102008