

Beijing Foton Daimler Automotive Co., Ltd.
北京福田戴姆勒汽车有限公司

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Date 日期
22/03/2022

Amendment to H6 Parts Supply Agreement on account of *technical /Commerical* modifications H6 零件供应协议的技术/商务修订条例

“Designation of project / scope of awarding contract dated as of **2019-11-25** / “**VGU365001 Function Seat, VGU366001 Climate Seat and VGU55001 Standard Suspension Seat**”

“项目授权/针对签订于 **2019-11-25** / “**VGU365001 功能座椅， VGU366001 通风座椅， VGU55001 标准悬浮座椅**” 的定点协议

agreed between
由以下双方签订

Beijing Foton Daimler Automotive Co., Ltd.
北京福田戴姆勒汽车有限公司

No. 21 Hongluo Donglu, Huairou District, Beijing, China
中国北京市怀柔区红螺东路 21 号

- hereinafter referred to as “BFDA” -
- 以下称为 “BFDA” -

and
与

Beijing Goldrare Automobile Parts Co., Ltd.

北京光华荣昌汽车部件有限公司
Industrial Park of Liucun Town, Changping District, Beijing, China
中国北京昌平区流村镇工业园区

- hereinafter referred to as “Partner”-
- 以下称为 “合作方” -
- hereinafter jointly referred to as “Contracting Parties” -
- 以下共同称为 “缔约双方” -

As a supplement to the H6 Parts Supply Agreement **P-245000011-2019254 dated 2019-11-25** & corresponding amendments between BFDA and the Partner, the Contracting Parties hereby agree to add the following contractual amendment:

作为 BFDA 和合作方签署的 H6 零件供应协议 **P-245000011-2019254 日期 2019-11-25** & 相关修订协议的补充，缔约双方在此同意增加以下合约内容修订：

The Partner shall arrange without delay the necessary measures for carrying out the technical /modifications to the following parts as described below:

合作方将根据以下技术条款，立即安排必要措施对下述零件进行相应修改：

3.1 The prices for the Parts are listed in **Annex 1**.

零件价格见附件 1。

The Partner shall not be entitled to any more extensive remuneration claims under this Agreement, in particular for reimbursement of expenditures.

合作伙伴无权根据本协议获得任何额外超出的报酬索赔，特别是开支报销。

4.2 This tooling paragraph is replacing the tooling paragraph 4.2 of the original SA

该章节用于替换原供应协议的 4.2

a) For the Part A9609109520 to be purchased hereunder, the total tooling & fixture cost under this Agreement is RMB 5,539,600(w/o VAT), of which the portion of tooling cost (see below list) amounting to RMB 785,000 in total will be paid by BFDA after successful PPAP.

本协议下拟采购的零件 A9609109520，其模具工装总成本为人民币 5,539,600 元（不含增值税），其中部分模具成本（见下面清单）共计人民币 785,000 元，将由 BFDA 在顺利完成 PPAP 后支付。

Tooling name 模具名称	Tooling cost w/o VAT (RMB) 模具成本不含增值税（人民币）
Stamping Tooling of Back Plastic Cover Fixing Plate 后塑料盖支架冲压模	150,000
Stamping Tooling of Retractor Fixing Plate 卷收器固定板冲压模	160,000
Plastic Tooling of Height Adjustment Handle 高度调整手柄注塑模	35,000
Returning Structure Gear 回位机构齿轮	120,000
Internal Spring Base 内弹簧座	85,000
Outer Ratchet 外部棘轮	35,000

Returning Structure Clamper 回位机构夹持器	30,000
Height Adjustor Base 高度调整器座	60,000
New Upper Buffer 新上部缓冲垫	40,000
Line Production Tool 生产线工装	60,000
New Gauge 新检具	10,000

The remaining value of tooling & fixture cost of A9609109520 (RMB 4,754,600), will be amortized in the Part Price, calculated on 50,000pcs produced or 3 years after SOP, whichever earlier. If the total amount of the Tooling costs has not been amortized after this period, the remaining value shall be paid via lump sum.

对于模具工装成本的剩余价值：A9609109520（人民币 4,754,600 元），将按零件价格进行摊销，以首次生产 45,000 件或 SOP 后 3 年（以较早者为准）摊销。如果在此之后，模具成本总额尚未完全摊销，则剩余价值应一次性付清。

- b) For the Parts A9609103909, A9609109920, A9609109820, A9609100711 to be purchased hereunder, the respective tooling & fixture costs under this Agreement are as below. The total tooling & fixture costs of 5,287,700 RMB (w/o VAT) will be amortized in the Part Price, calculated on below amortized quantity produced or 3 years after SOP, whichever earlier. If the total amount of the Tooling costs has not been amortized after this period, the remaining value shall be paid via lump sum.

Part number	Tooling & fixture cost w/o VAT in RMB	Amortized quantity
A9609103909	1,739,800	45,000
A9609109920	1,957,400	5,000
A9609109820	1,342,000	5,000
A9609100711	248,500	50,000

对于本协议下拟采购的零件 A9609103909, A9609109920, A9609109820, A9609100711，其相应的模具工装成本如下。模具工装总成本 5,287,700 元人民币（不含增值税），将按零件价格进行摊销，以首次生产下面摊销数量或 SOP 后 3 年（以较早者为准）摊销。如果在此之后，模具成本总额尚未完全摊销，则剩余价值应一次性付清。

零件号	模具工装成本 (不含增值税) 元	摊销数量
A9609103909	1,739,800	45,000
A9609109920	1,957,400	5,000
A9609109820	1,342,000	5,000
A9609100711	248,500	50,000

- 4.3 The Partner shall ensure that all Tooling is ready for initial sample testing no later than 01.04.2022 as agreed, and that initial samples are supplied to the BFDA plant by this date as agreed for the purpose of obtaining an initial sample inspection report (hereinafter called "ISIR"). If Partner is unable to meet the specified production date for a Part or Tooling, Partner must inform BFDA's Supplier Management (Annex 2) immediately.

本协议约定，合作伙伴应确保所有模具在不迟于 2022 年 04 月 01 日准备好进行初始样品测试。合作伙伴应确保在此约定日期之前向 BFDA 工厂提供初始样品，以获得初始样品检验报告（以下简称“检验报告”）。如果合作伙伴不能在规定生产日期前生产零件或模具，合作伙伴必须立即通知 BFDA 的供应商管理部门（见附件 2）。

Apart from that, all other provisions of the original H6 Parts Supply Agreement & corresponding amendments shall remain unaffected. This Amendment shall constitute an intergral part of the H6 Parts Supply Agreement, and be of the same validity as the H6 Parts Supply Agreement.
除此之外，原 H6 零件供应协议&相关修订协议中的所有其他条款不受影响。本修订应构成 H6 零件供应协议不可分割的一部分，与 H6 零件供应协议具有相同效力。

This Agreement is made in both English and Chinese. If there is any conflict between the two language versions, the English version shall prevail.

本协议同时以英文和中文签署。如果两种语言版本之间有任何冲突，以英文版本为准。

Authorised to sign for Beijing Foton Daimler Automotive Co., Ltd.
经授权代表北京福田戴姆勒汽车有限公司进行签署

By (signature):
授权代表人 (签名) :

By (signature):
授权代表人 (签名) :

Mona Scheffel
Name (block letters):
姓名 (正楷大写)

Haifeng Cheng
Name (block letters):
姓名 (正楷大写)

Senior Manager Procurement
采购高级经理
Title:
职务:

Buyer Procurement
采购专员
Title:
职务:

Beijing 北京,
Place, Date:
地点, 日期:

Beijing 北京,
Place, Date:
地点, 日期:

Authorised to sign on behalf of Beijing Goldrare Automobile Parts Co., Ltd.
经授权代表北京光华荣昌汽车部件有限公司签署

By (signature):
由 (签名) :

Name (block letters)
姓名 (正楷/大写)

Title
职位

Place, Date
地点, 日期

P-24510000308-202270

0-24510000308-202270

Annex 1: Parts and Prices**附件 1: 零件与价格**

Part number 零件号	Part Name 零件名称	Drawing Level 图纸级别	Price/ Savings 2022 Exclusive of VAT(RMB) 价格/降价 2022 不含增值税 (人民币)	Price/ Savings 2023 Exclusive of VAT (RMB) 价格/降价 2023 不含增值税 (人民币)	Price/ Savings 2024 Exclusive of VAT (RMB) 价格/降价 2024 不含增值税 (人民币)	Price/ Savings 2025 Exclusive of VAT (RMB) 价格/降价 2025 不含增值税 (人民币)	Price/ Savings 2026 Exclusive of VAT (RMB) 价格/降价 2026 不含增值税 (人民币)	Price/ Savings 2027 Exclusive of VAT (RMB) 价格/降价 2027 不含增值税 (人民币)	Tooling cost amortization Exclusive of VAT (RMB) 模具成本分摊 不含增值税 (人民币)	Packaging (not included in "Price") Exclusive of VAT (RMB) 包装 (不包括 在 "价格" 中) 不含增值税 (人民币)	Logistics to BFDA (not included in "Price") Exclusive of VAT (RMB) 运输到 BFDA 的 物流 (不包括在 "价格"中) 不含增值税 (人 民币)
A9609103909	LU LU ADJACENT DRIVER SEAT RH FLOOR / EBEN	003	¥638.64	¥632.25	¥625.93	¥619.67	¥607.28	¥595.13	¥38.66	N.A.	N.A.
A9609100711	LU LU BASE PLATE	004	¥67.41	¥66.74	¥66.07	¥65.41	¥64.10	¥62.82	¥4.97	N.A.	N.A.
A9609109520	LU SUSPENSION SEAT LH	001	¥1815	¥1796.85	¥1778.88	¥1761.09	¥1725.87	¥1697.35	¥105,66	N.A.	N.A.
A9609109920	LU SUSPENSION SEAT RH AD.DRIV.ST	001	¥1833	¥1814.67	¥1796.52	¥1778.56	¥1742.99	¥1708.13	¥391.48	N.A.	N.A.
A9609109820	LU SUSPENSION SEAT LH SEAT-VENT	001	¥2907.94	¥2878.86	¥2850.07	¥2821.57	¥2765.14	¥2709.84	¥268.40	N.A.	N.A.

*All price listed above is exclusive of VAT.

*所有价格均为不含增值税价格。

The price reduction of each year is from October of the year.

每年的年降从当年的 10 月份开始。

Raw Material Cost
原材料成本

Raw material 材料	Specification 材料标准	Base price 基价	Base price basis 基价时间
SPFH590 t=2.0-5.0	SPFH590-Q/BQB 310	5.8 CNY/kg	H1,2019
Q235 t=1.0-5.0	GB/T708 Q235- GB/T700	4.7 CNY/kg	H1,2019
PU		20.08 CNY/m2	H1,2019
Flat fabric_Centerpanel		35.71 CNY/m2	H1,2019
Flat fabric_Other positions		33.57 CNY/m2	H1,2019
Microfiber_Centerpanel		180 CNY/m2	H1,2019