

Helen of Troy

Kaz USA, Inc.
400 Donald Lynch Blvd.
Marlborough, MA 01752
USA

T 508 490 7000
F 508 251 2427

November 22, 2021

To Whom It May Concern:

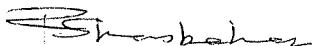
Re: Original Grantee Authorization Letter giving Permission to NantSound, Inc. to market the BHA100 device under the NantSound name and ID.

Kaz USA, Inc. wishes to grant permission to NantSound, Inc. (dba SoundWorldSolutions) with address at 960 North Northwest Hwy, Park Ridge IL 60068, to market their version of our device, the BHA100, under their own name and FCC ID.

The NantSound, Inc. device HD75 is the substantially the same device as the BHA100 in terms of form, fit and function with only minor cosmetic differences between the hardware and firmware of the two devices.

BHA100, FCC ID: 2BRGBHA100, Grant Date: June 19, 2020.

Thank you,



Raj Kasbekar

Indemnification Agreement

Nantsound, Inc. dba SoundWorldSolutions ("Nantsound") has requested that Kaz USA, Inc. ("Kaz") provide to Nantsound a letter allowing for the marketing of Nantsound's HD75 under Kaz's FCC ID and name. Kaz hereby agrees to provide such letter in consideration of the following representations, warranties and indemnities:

1. Nantsound hereby represents and warrants:
 - The HD75 device is substantially similar in form, fit and function to the Kaz BHA100 device
 - The only differences between the HD75 and the Kaz BHA100 are cosmetic in nature
 - The HD75 device shall have been developed and produced in compliance with, and meet the minimum standards of, all applicable federal, state, and local laws, regulations, rules, guides, ordinances, and/or standards in effect
 - Nantsound and its affiliates, will not use the names or trademarks of Kaz, Braun or Helen of Troy in any way relating to the marketing, promotion, sale or distribution of the HD75
2. Nantsound will fully indemnify Kaz for any assertion, suit, proceeding, or claim that may be brought against any of the Indemnitees (as defined below), arising from or related to any: (i) breach of any warranty, representation, or condition set forth above, (ii) violation of applicable law, regulations, rules, or court or government orders, negligence (regardless of any comparative or contributory negligence of another), or (iv) misrepresentation, fraud, negligence or willful misconduct of Nantsound or any of its employees or agents, or any allegation thereof.
3. To the full extent permitted by applicable law and independent of any insurance, Nantsound agrees to indemnify, hold harmless and defend Kaz and its affiliated companies, their directors, officers, employees, successors, assigns, agents, attorneys, and customers ("Indemnitees") from and against any and all third party claims, damages, losses, liabilities, expenses (including but not limited to court costs and attorney fees, settlements, judgments, punitive and exemplary damages, product recall/market withdrawal costs, economic loss and loss of profits, fines, and penalties) arising out of or resulting in any way from any defect in the HD75 device or for any failure to properly label; or any injury (including death) to any person or damage to property caused by Nantsound, its employees, agents, or subcontractors; provided that Nantsound shall not settle any such assertion, suit, proceeding, or claim without Kaz's express prior written consent. **THIS INDEMNITY IS SPECIFICALLY INTENDED TO OPERATE AND BE APPLICABLE EVEN IF IT IS ALLEGED OR PROVEN THAT ALL OR SOME OF THE DAMAGES BEING SOUGHT WERE CAUSED AS A WHOLE OR IN PART BY ANY ACT, OMISSION, NEGLIGENCE, GROSS NEGLIGENCE, BREACH OF CONTRACT, INTENTIONAL CONDUCT, VIOLATION OF STATUE OR COMMON LAW, BREACH OF WARRANTY, PRODUCT DEFECT, STRICT LIABILITY, OR ANY OTHER CONDUCT WHATSOEVER OF NANTSOUND OR ANY OF ITS EMPLOYEES, AGENTS, OR SUBCONTRACTORS.**
4. The contents of this Agreement are confidential and may not be shared with any third party without Kaz's prior written consent.

Nantsound, Inc.



BY: Gerald Chudoba

Title: V.P. Operations

Date: November 23, 2021

Kaz USA, Inc.



By: Raj Kasbekar

Title: Global VP, Regulatory & Clinical Affairs

Date: Nov 23, 2021