



This agreement ("Agreement") is made as of 11/1/18 ("Effective Date") by and between [REDACTED] fol, having its principal place of business at 28 West 27th street, New York NY 10001 ("Client"), and [REDACTED] LLC, having its principal place of business at 1185 Avenue of the America's, New York, NY 10036 ("Company").

Client desires to have Company perform a retained search for a Director of Ecommerce Technology, subject to and in accordance with the terms and conditions of this agreement.

PHASE I – POSITION EVALUTION

Using the completed profile provided by Client, Company will initiate the process of candidate identification. Any possible candidates already being considered by the Client will not qualify for payment of the search fee under this agreement. Upon execution of this agreement, Client will provide Company with a list of such candidates for Company's benefit.

Company will have full responsibility for identifying and screening all potential candidates covered by this contract for the position assigned by Client.

PHASE II – PRE-SCREENING

As potential candidates are identified, they will be evaluated against the candidate profile, which includes the following process:

- i. Interviews with each candidate.
- ii. Development of a complete written profile on each candidate, which includes: professional/technical qualifications; job-related interests; compensation packages and objectives; and assessment of the individual's overall suitability. The information may be limited by the candidate's willingness to discuss his personal situation.

PHASE III – CANDIDATE SELECTION AND PRESENTATION

Candidates who meet the client criteria and are interested in exploring the opportunity will be presented to Client.

- i. Company will submit written profiles or resumes on each candidate to be interviewed.
- ii. Coordinate timely interviews with appropriate client representatives.