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September 3, 2019

The Board of Directors
OSY Technologies s.a.r.l.
46A Avenue John F. Kennedy
L-1855, Luxembourg

To the Board of Directors of OSY Technologies:

You have asked us to confirm that the proposed new Human Rights Policy and attendant governance documents¹ of OSY Technologies s.a.r.l and its direct and indirect subsidiaries (the "Group") are substantially aligned with the United Nations Guiding Principles on Business and Human Rights (the "Guiding Principles"). Our review also involved several privileged discussions with senior officers and attorneys of the Group. Based upon our review, we can confirm that the proposed new Human Rights Policy and attendant governance documents of the Group are substantially aligned with the Guiding Principles.

The following are, among other things, significant to our conclusion:

First, the proposed new Human Rights Policy of the Group includes the following assurance:

We license our products only to vetted and legitimate government agencies for the sole and exclusive use in preventing and investigating serious crime, including terrorism. We never use or participate in the use of our products and we have no access to personal data used in or generated from their use. . . . We do not

¹ These documents include the Group's Human Rights Policy, the Internal and External Whistleblowing Policies, the Sales Process and Procedures Policy, the Charter of the forthcoming Governance, Risk and Compliance Committee, the Transparency Statement of Principles, and the standard form End User License Agreement.

operate our products ourselves or on behalf of our customers; our role is limited to the provision of technical support and maintenance services to our customers.

Second, included in the Group's standard form End-User License Agreement is the representation and warranty by each of the Group's customers that:

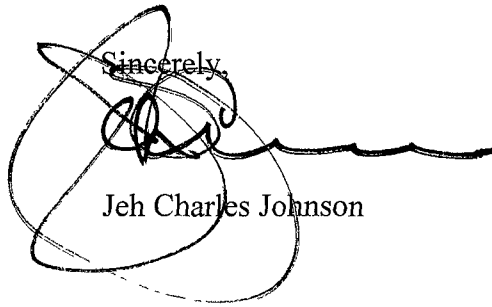
[I]t and its respective employees and agents shall: (i) fully comply with all privacy and national security related laws and regulations, international standards, and any other laws and regulations that are applicable to the use of the System, including by way of obtaining all judicial warrants, consents and/or decrees to the extent required by law for each and every use of the System, (ii) use the System only for the prevention and investigation of crimes and terrorism and ensure that the System will not be used for human rights violations, and (iii) immediately notify the Company of any knowledge it may have regarding a misuse or potential misuse of the System which may result in human rights violations and/or which could cause the Company to be in breach of any of its legal and ethical obligations.

Additionally, the End User License Agreement specifies that a breach of these representations and warranties constitutes a material breach of the Agreement itself, and, as we understand it, the Group has the capability to utilize a "kill switch" in the event of misuse by the customer of its technology. Finally, the proposed new Human Rights Policy states that when the Group "become[s] aware of a well-founded report of alleged unlawful digital surveillance and communication interception that might involve a customer's use of our products," the Group will "always" commence an investigation.

Third, Guiding Principle 19 recognizes that appropriate action by a business in response to an adverse human rights impact may depend upon (a) "[w]hether the business enterprise [itself] causes or contributes to an adverse impact, or whether it is involved solely because the impact is directly linked to its operations, products or services by a business relationship"; and (b) "[t]he extent of its leverage in addressing the adverse impact." Further, according to the commentary to Guiding Principle 19, in assessing appropriate action a business may consider how "crucial the relationship is to the enterprise, the severity of the abuse, and whether terminating the relationship with the entity itself would have adverse human rights consequences."

The basis for the confirmation above is limited to a review of the proposed new Human Rights Policy and attendant governance documents. As the new Policy and attendant documents have not been implemented yet, we are not in a position to offer an opinion on whether these documents, as implemented, will in practice by the Group conform to the Guiding Principles.

Sincerely,

A handwritten signature in black ink, appearing to read 'Jeh Charles Johnson', written over the word 'Sincerely,'. The signature is highly stylized and cursive, with a large loop on the left side and a long horizontal stroke extending to the right.

Jeh Charles Johnson