

Schedule 1 – Vesting Conditions (Tristan Charpentier)

Group	Vesting Conditions
A	The Group A Units shall vest linearly over 48 months commencing on the last day of the month in which Grantee completes one year of continuous employment at Quidient (“ Cliff Date ”).
B	The Group B Units shall vest linearly over 48 months commencing on the latter of the Cliff Date or the last day of the month in which Quidient’s customer accepts Work Package 6 for the Orion program to which the Grantee made significant, identifiable contributions to the satisfaction of Quidient's Edge Group Manager, CTO, DSE, and CEO.
C	The Group C Units shall vest linearly over 48 months commencing on the latter of the Cliff Date or the last day of the month in which Quidient’s customer accepts Work Package 7 for the Orion program to which the Grantee made significant, identifiable contributions to the satisfaction of Quidient's Edge Group Manager, CTO, DSE, and CEO.
D	The Group D Units shall vest linearly over 48 months commencing on the latter of the Cliff Date or the last day of the month in which Quidient publicly releases version 1.0 of Quidient Reality® Engine to which the Grantee made significant, identifiable contributions to the satisfaction of Quidient's Edge Group Manager, CTO, DSE, and CEO.
E	The Group E Units shall vest linearly over 48 months commencing on the latter of the Cliff Date or the last day of the month in which Quidient publicly releases version 1.0 of the Mobile version of Quidient Virtualize™ to which the Grantee made significant, identifiable contributions to the satisfaction of Quidient's Edge Group Manager, CTO, DSE, and CEO.

Quidient, LLC

By: Scott Ackerson
Title: CEO & President
Date: _____

AGREED AND ACCEPTED:



By: Tristan Charpentier
Date: 2025-01-31