



David Carney

President

dcarney@orangetheoryfitness.com

Date: 29-August-2019

Dear Sir or Madam,

OTF Distribution, LLC ("we" or "our" or "Client") has its office address at 6000 Broken Sound Parkway NW, Suite 200, Boca Raton, Florida 33487, USA.

Client hereby authorizes the agent identified below ("Agent") to act as our agent in all matters relating to applications for equipment authorization for the OTbeat Core2, including the signing of all documents relating to these matters; provided that Agent will comply with the provisions set forth in this letter.

Agent:

Company: KENDY ELECTRONICS(DONGGUAN) CO., LTD

Contact: Tat Yuen

Tel: (852) 2422 4404

Email: ktuyen@dayton.com.hk

Agent represents that Agent is an affiliate of Dayton Industrial Co., Ltd. ("Dayton"). Dayton and Client entered into that certain Supplier Letter of Intent ("SLOI") effective June 19, 2018. Agent represents and warrants that Agent will perform all services in accordance with the provisions of the SLOI as if Agent were the Supplier as defined in the SLOI. Agent further represents and warrants that Agent will obtain from TÜV SÜD Product Service GmbH product testing services with respect to the OTbeat Core2 as described in greater detail at <https://www.tuvsud.com/en/services/product-certification/ce-marking/ce-rohs-2> and at <https://www.tuvsud.com/en/services/product-certification/ce-marking> as of August 27, 2019.



This letter of authorization expires on 31st December 2020 unless sooner withdrawn by Client.
This letter of authorization will not be effective until countersigned below by Agent.

Sincerely,

OTF Distribution, LLC

By: _____

David Carney, President

Agreed to by KENDY ELECTRONICS(DONGGUAN) CO., LTD:

By: _____

Name: Johnson Chan

Title: Project Director

Date: 10 Sep 2019