

OPU LABS LTD.
TPA (Token Purchase Agreement)
Term Sheet

This Term Sheet is made on July 1, 2018 by Opu Labs Ltd. located at Third Floor, Quastisky Building, Road Town, Tortola 1110, British Virgin Islands, and outlines the principal terms of an Opu Coin token purchase transaction between the parties. This term sheet is for discussion purposes only and not a legally binding document. All values are stated in USD.

Issuer	Opu Labs Ltd., a British Virgin Islands Corporation (the “Company”).												
Eligible Purchasers	Individual and institutional accredited investors as defined in Rule 506(c) of Regulation D under the Securities Act.												
Form of Token	Opu Coins, an ERC-20 token (“OPU”)												
Number of Tokens	1.35 billion Opu Coins												
Token Purchase Price	\$0.035922												
Soft-Cap	\$3,000,000												
Hard-Cap	\$37,000,000												
Token Purchase Bonus	<p>Token purchasers shall receive a bonus issuance of tokens based on the date of purchase as follows:</p> <table style="margin-left: auto; margin-right: auto;"> <thead> <tr> <th><u>Start Date</u></th> <th><u>Bonus</u></th> <th><u>Token Price</u></th> </tr> </thead> <tbody> <tr> <td>August 1</td> <td>28.0%</td> <td>\$0.028906</td> </tr> <tr> <td>August 8</td> <td>14.1%</td> <td>\$0.032425</td> </tr> <tr> <td>August 15</td> <td>3.00%</td> <td>\$0.035922</td> </tr> </tbody> </table>	<u>Start Date</u>	<u>Bonus</u>	<u>Token Price</u>	August 1	28.0%	\$0.028906	August 8	14.1%	\$0.032425	August 15	3.00%	\$0.035922
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Calculation of Token Price Paid	Token purchasers may make payment for OPUs in USD or in Bitcoin (BTC), or Ethereum (ETH). The number of OPUs purchased will be calculated based on the USD exchange rate (for ETH, BTC) at https://www.bitfinex.com/ at 12:00pm GMT on the date payment is received.												
Form of Entity; Token Supply	The Company is a corporation organized under the laws of British Virgin Islands. The Company will be authorized to issue a maximum of 2.7 billion OPU.												
Token Distribution	1.35 billion OPU available for purchase, 675 million OPU for current and future team members, 486 million OPU for Partners and Rewards, 189 million OPU reserved for future issuance												
Anticipated Closing Date	September 30, 2018, or on reaching the Hard-Cap												
Founders	Marc Bookman, Richard Reed, with twenty other contributing founder team members.												
Business	AI-based skin analysis and treatment software service												
Use of Proceeds	Development and launch of consumer application and service.												
Restrictions on Sale	In compliance with Rule 506 (c) of Regulation D under the Securities Act, no US registered token purchaser shall be authorized to sell OPU Coin either directly or through a cryptocurrency exchange prior to the 1 year anniversary of the token purchase date.												
Holding Bonus	Additional bonus will be awarded to holders who hold tokens for one year after the close of the ICO.												