

By email

Personal / Confidential

Ms.
Patricia Nowakowski
Admin. HR & Gen. Affairs
YAMATAKE Europe N.V.

Bosdellestraat 120/2
B-1933 Zaventem
Belgium

(089) 699 587-30
12.01.2006 WF/--

**Offer: Executive Search
 2 Area Sales Representatives Germany**

Thank you very much,

dear Ms. Nowakowski,

for the most interesting discussion with you, Mr. Ishikuma and your management team and the possibility to give this offer to you and your company.

To avoid misunderstandings, we'd like to summarise first the key points of our discussion:

- YAMATAKE in Germany had only a sales partnership with Honeywell
- To develop these sales activities, you are actually looking for 2 persons who shall be responsible for the overall strategic sales development in Germany and eventually the development in some Eastern European Countries. Therefore they should also have marketing skills.
- These persons have to be top qualified and experienced sales persons with profound market and customer knowledge, also providing good technical product knowledge.
- They must have a strong feeling for market developments and shall deliver input for the development of future products.
- The positions can be described as Area Sales Representatives Germany with a clear focus on sales / marketing.
- Location of the jobs will most probably be in the first step the candidates' residence (home office).

The solution we discussed with you and a sensible course of action (Direct Search) could be offered to you as following:

We will work out a target list of companies (companies in the same or related industries) in which candidates can be found. This list should be checked by you to eliminate those companies you might not wish to be contacted. We will then start identification of the structures and the concrete persons. After this we will contact the potential candidates and have first phone-interviews with interesting and selected ones. **Your company name will not be mentioned towards the candidates during these first steps.**

Report to you about this phone interviews.

Second interview of those candidates chosen by you, disclosing the name of our client.

Co-ordination of the first YAMATAKE interview with the candidates that you have selected at a location chosen by you.

We will accompany and coach the whole process from the interviews up to the final contract.

Together with you we will elaborate a description of the tasks and the possible candidate profiles without concrete company description. This documentation, after being agreed by you, will also be made available in advance to potential candidates with whom we enter into negotiations.

The contract for hiring does not finish until the candidate starts to work for YAMATAKE, taking into account the following:

If the new employee leaves on own accord or is found unsuitable within 6 months of commencement, Cantor continues the search for a replacement at no extra cost to YAMATAKE. Only travel expenses for candidates and consultants are refunded.

All activities will be co-ordinated and led by Mr. Fuchs as the responsible project manager to ensure that you will only have one contact person through the entire process.

For this mentioned service **as a special offer for you and your company our fee will be 27 k€ for each position.**

Furthermore, we will charge a one-time flat rate - independent of the duration of the search - together with the first installment. This amount covers all interview and travel expenses during the whole search process, as far as no other agreements are made below.

CANTOR®

Project-No.	Task	Fixed fee Euro	Flat rate Euro
1	Sales Field Instruments (range of income: 75 – appr. 95 K-Euro, total = fix + bonus, + car)	27.000,- €	3.900,- €
2	Sales Control Products (MICRO FLOW) (range of income: 75 – appr. 95 K-Euro, Total = fix + bonus, + car)	27.000,- €	3.900,- €

The fee becomes due in three installments (2/5, 2/5, 1/5) according to our specification and will be invoiced as follows:

- 40 % on commissioning
- 40 % 45 days after the start of the assignment
- 20 % upon confirmation of the candidate's appointment and the end of assignment (All amounts are subject to the statutory Value Added Tax).

Flight and travel expenses of the chosen candidates for the interviews with you or at your company will be separately invoiced.

In case further candidates, which had been presented to you during this project, will be hired, an additional fee of 14.000,- € plus flat rate (1.500,- €) will be charged for each candidate.

Dear Ms. Nowakowski, I would be pleased to be of service to you and your company. In case of any questions, please do not hesitate to contact me at any time. When you agree to our offer, please send us a signed copy by fax.

With best regards from Munich

CANTOR Unternehmensberatung GmbH



Wolfgang Fuchs