

VACCINE ORDER FORM

This Vaccine Order Form is submitted by:

The Government of the “The Netherlands, represented for the purposes of signing this specific order form by [REDACTED],

to:

Moderna Switzerland GmbH

a limited liability company (“Gesellschaft mit beschränkter Haftung”) organized and existing under the laws of Switzerland

Company Number CHE-344.522.989

Aeschenvorstadt 48 [REDACTED], 4051 Basel, Switzerland

CHE-344.522.989 MWST

(hereinafter referred to as “the contractor”)

The Member State and the contractor are together referred to as the “Parties” and each individually as a “Party”.

WHEREAS

- The contractor and the European Commission, acting on behalf of and in the name of the Participating Member States, entered into a Purchase Agreement for the production, purchase and supply of the contractor’s COVID-19 vaccine for EU Member States [SANTE/2021/C3/010], as amended or restated by the Parties from time to time (the “PA”), the terms of which are binding on the Participating Member States.
- The PA provides that the relevant Participating Member States will submit to the contractor a Vaccine Order Form through which the contractor shall (subject to the terms and conditions of the PA) deliver to the relevant Participating Member State a proportion of the Additional Doses at the price and conditions as set out in the PA.
- In the event the Commission, acting on behalf of the Participating Member State(s), has exercised the Option Increase, the relevant Participating Member State(s) will submit to the contractor a separate Vaccine Order Form through which the contractor shall (subject to the terms and conditions of the PA) deliver to the relevant Participating Member States a portion of the Additional Option Doses,

- In accordance with Article I.4.2, the Member State hereby places its order for its full allocation of Additional Option Doses.

### **Article I**

#### **Definitions**

Capitalized terms used but not defined in this Vaccine Order Form shall have the meaning given in the PA.

### **Article II**

#### **Subject matter**

1. This Vaccine Order Form is submitted by the Member State to the contractor in accordance with the terms of the PA, and forms an integral part of the PA. The terms and conditions of the PA are incorporated into this Vaccine Order Form by reference. In the event of contradiction between this Vaccine Order Form and the PA, the terms of the PA prevail regardless of any provision to the contrary.
2. This Vaccine Order Form relates to the order for the Member State's relevant Additional Option Doses as set out in the Allocation provided by the Commission to the contractor pursuant to Article I.4.4 of the PA. The provision of this Vaccine Order Form by the Member State to the contractor constitutes a binding order by the Member State for the purchase of its relevant Additional Option Doses at the Price.

### **Article III**

#### **Delivery; Quality**

1. Delivery Address. The Delivery Address for the Member State is as follows:

5.1.1c

2. Quality. The roles and responsibilities between the contractor and the Member States in relation to acceptance/rejection matters related to the Product doses are set out in Article I.5 of the PA.

**Article IV**  
**Invoices; Notices**

1. Invoice and Payments. The contractor shall invoice the Member State in accordance with the terms of the PA. All payments to the contractor shall be made in accordance with the terms of the PA.
2. Notice. Any notice given under this Vaccine Order Form must be made in writing in English in paper or electronic format; bear the PA number and the number of this Vaccine Order Form; be made using the relevant communication details set out below with respect to the Member State and the contractor (as applicable); and be sent by mail and email:

Member State:

The Netherlands  
Ministry of Health, Welfare and Sports  
Postbus 20350  
2500 EJ, Den Haag  
VAT: NL006756402B21

Contact person for invoices and general matters:

5.1.2e  
5.1.2e  
E-mail: 5.1.2e @minvws.nl

Contact person for delivery:

5.1.2e  
5.1.2e (Public Health Institute of The Netherlands)  
E-mail: 5.1.2e @rivm.nl

Contractor:

Moderna Switzerland GmbH  
Aeschenvorstadt 48 ( 5.1.2e ) 4051 Basel, Switzerland  
Attention: 5.1.2e  
Email: 5.1.2e @modernatx.com

**Article V.****Entry into Force and Duration**

1. This Vaccine Order Form shall become effective upon execution and delivery by the Member State to the contractor in accordance with I.4.4 of the PA.
2. This Vaccine Order Form shall automatically expire upon Delivery of the Member State's relevant Additional Option Doses as set out in the Allocation provided by the Commission to the contractor pursuant to Article I.4.4 of the PA.
3. Expiry of the Vaccine Order Form shall be without prejudice to Article I.3.4 of the PA (*Surviving Provisions*).

**Article VI.****Applicable Law and Settlement of Disputes**

Article I.11 (*Applicable Law and Settlement of Disputes*) of the PA shall apply *mutatis mutandis* to this Vaccine Order Form.

(Signature page follows)

**SIGNATURES**

For the **Member State**,

5.1.2e

5.1.2e  
Signature

Done at The Hague, September 21<sup>st</sup> 2021

For acceptance of the Vaccine Order Form,

[*forename/surname/position*]

Signature: \_\_\_\_\_

Done at [*place*], [*date*]