

This CLM Accelerator Add-On Amendment (“**Add-On Amendment**”) is entered between Customer (“**Customer**”) and Apttus Corporation (“**Apttus**”) and shall supplement the CLM Essentials Accelerator Statement of Work or CLM Quick Start Accelerator Statement of Work, as may be applicable, (“**SOW**”) as described in the applicable Order. This Add-On Amendment is issued pursuant to the Professional Services Terms, or similar professional services agreement (collectively, “**PS Terms**”), attached to the Master Subscription Services Agreement, or similar subscription agreement (collectively, “**MSSA**”), by and between the parties. In the absence of existing PS Terms between the parties, this Add-On Amendment shall be governed by the Professional Services Terms located at: <http://legal.apptus.com/#apptus-professional-services-terms>.

All capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the MSSA, Order, or SOW, respectively.

**Whereas**, Customer wishes to have Apttus provide additional Professional Services pursuant to the SOW and this Add-On Amendment;

Whereas, each type of Add-On Amendment, as identified on the applicable Order between Apttus and Customer, is identified below. For clarity, not all Add-On criteria listed herein shall apply to Customer.

- CLM Accelerator Agreement Type Add-On
- CLM Accelerator Template Add-On
- CLM Accelerator Approval Process Add-On
- CLM Accelerator Legacy Data Migration Add-On
- CLM Accelerator KIRA Integration Add-On

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties to add the applicable Add-on terms below as follows:

## CLM Accelerator Agreement Type Add-On

Functionality	CLM Accelerator Add-On Offering for Additional Agreement Types	Scope of Configuration*
<b>Agreement Lifecycle</b>		
Create Agreement	Agreement creation from account / opportunity for Additional ONE Agreement type	Up to 10 Additional data fields Up to 3 Additional validation Rules Up to 3 Additional workflow Rules
Populate Agreement Details	ONE additional Agreement page layout provided to enter information and uploading supporting documents	ONE additional page layout for the additional Agreement type
Document Generation	Preview and generate Customer facing agreement document with merged fields and dynamically include language based on predefined conditions. Regenerate the document with existing redlines or as a new version.	Out of the Box (OOTB)
Import Offline Document	Import Counterparty (third party) paper	OOTB
Contract Negotiation	Check-in, Check-out, Versioning, Redlining, Comparison and Advanced Reconciliation from Microsoft Word	OOTB
Agreement Activation	Pre-configured auto activation process of a fully signed document Storing fully signed document within content searchable repository and cross reference to Agreement record	OOTB
Post Agreement Activation Actions	Child or related Agreement creation Amendment of active Agreement Terminate in process or executed Agreement Renew Agreement before expiration	OOTB
<b>Template Administration</b>		
Agreement Templates	Agreement template creation, applying updates and maintaining versions	ONE Agreement template for EACH Additional Agreement type Any ONE language for respective template Each template consisting of 15 to 20 pages and 20 to 25 conditional sections

Merge Fields and Smart Fields	<p>Merge Fields, allowing data insertion into generated agreement document.</p> <p>Smart Fields, allowing data insertion into generated agreement document and if data value is changed within the document then upon check-in and reconciliation the new value is updated in the system</p>	Each template consisting of 20 to 25 merged or smart fields
Clause Library	Leverage legal playbook to author contracts from Microsoft Word	Up to 10 pre-approved alternate clauses
<b>Business Process</b>		
Process Flows	<p>Preconfigured Flows:</p> <ul style="list-style-type: none"> <li>• Self-serve</li> <li>• Legal assist</li> <li>• Non-standard</li> <li>• Approvals</li> <li>• Store executed</li> <li>• Third party paper</li> </ul>	Minor updates to the preconfigured flows.
<b>Timeline</b>		
Project Plan	Implementation time	Add 1 week to the implementation build time for each additional agreement type

## CLM Accelerator Template Add-On

Functionality	CLM Accelerator Add-On Offering for Additional Templates	Scope of Configuration*
<b>Template Administration</b>		
Agreement Templates	Agreement template creation, applying updates and maintaining versions	ONE Agreement template Any ONE language for respective template Each template consisting of 15 to 20 pages and 20 to 25 conditional sections
Merge Fields and Smart Fields	Merge Fields, allowing data insertion into generated agreement document.  Smart Fields, allowing data insertion into generated agreement document and if data value is changed within the document then upon check-in and reconciliation the new value is updated in the system	Each template consisting of 20 to 25 merged or smart fields
Clause Library	Leverage legal playbook to author contracts from Microsoft Word	Up to 10 pre-approved alternate clauses

## CLM Accelerator Approval Process Add-On

Functionality	CLM Essentials Accelerator Add-On Offering for Additional Approval Process	Scope of Configuration*
<b>Approval Process</b>		
Approval Flow	Preconfigured approval process	Minor updates to the additional preconfigured approval process
Approval Criteria	Placeholder available to provide entry criteria for approval processes	THREE approval criteria for the one additional approval process
Approval Step	Preconfigured approval steps for each approval process	FOUR Approval Steps for the one additional approval Process
Notifications	Notifications sent by the system for approval assignment, reassignment, escalation, cancellation and notify only.	Minor changes to incorporate Customer branding to for the one additional approval process: 5 Email Notifications applicable across Approval Processes <ul style="list-style-type: none"> <li>- Assignment (OOTB)</li> <li>- Reassignment (OOTB)</li> <li>- Escalation (OOTB)</li> <li>- Cancellation (OOTB)</li> <li>- Notify Only (OOTB)</li> </ul>

## CLM Accelerator Legacy Data Migration Add-On

Functionality	CLM Accelerator Add-On Offering for Legacy Data Migration	Scope and Responsibilities of Migration
<b>Data Migration</b>	Loading of legacy data into Apttus CLM	<p>Apttus will load:</p> <ul style="list-style-type: none"> <li>- Agreements header (up to 10K records)</li> <li>- Attachments, (up to 10K, load to Files Repository in Salesforce)</li> <li>- No document versioning for legacy Agreements</li> <li>- Accounts (Related to the Agreements)</li> <li>- No other objects are in scope.</li> </ul>
	Data Migration Process and Environments	<p>Apttus and Customer will work on a joint plan to support data migration build, dry runs, and production load, subject to feasible limitations at the discretion of Apttus.</p> <p>Apttus and Customer will work together to identify relevant tools to perform the data migration, subject to feasible limitations at the discretion of Apttus.</p> <p>Customer is responsible for engaging and aligning resources (in case a middleware has been identified as the right tool) to support the migration.</p> <p>Apttus will work with Customer in data mapping of Customer data with using the Apttus data model.</p> <p>The data will be loaded as follows:</p> <ul style="list-style-type: none"> <li>- 10% data load to Dev</li> <li>- 50% load to QA/UAT</li> <li>- 100% load to Production</li> <li>- migration of in-flight data is not in scope</li> </ul>
	Data Quality	<p>Customer is responsible for data quality and accuracy, including but not limited to:</p> <ul style="list-style-type: none"> <li>- Data cleanliness including elimination of duplicate records;</li> <li>- Integrity of standardized text, such as spelling, abbreviations, titles, geographic designations, and all record identifiers, such as those that ratify parent-child relationships</li> <li>- Consistency of Fields, e.g. Field length, Field type</li> <li>- Accuracy of commercial figures.</li> </ul>

		<ul style="list-style-type: none"><li>- Customer will validate the accuracy of loaded records after the completion of each load.</li><li>- Customer will correct data quality issues, if required.</li></ul>
	Data Extraction	<p>Customer is responsible for extracting data in the format which the Apttus Team will provide as a standard.</p> <p>Any data provided that does not conform to the specified Apttus standards will require additional tasks and might increase overall Project scope and/or timeline through the Change Control Process.</p> <p>If data is extracted from multiple source systems, Customer is responsible to provide a unique key, which will identify the record across systems.</p>

## CLM Accelerator KIRA Integration Add-On

**Disclaimer: The following scope is only for KIRA integration implementation work and does not include any KIRA licenses or products.**

Functionality	CLM Essentials Accelerator Add-On Offering for KIRA Integration	Scope of Integration
<b>KIRA Integration</b>	Enable CLM to KIRA Integration with Out-Of-The-Box KIRA provided provisions (Pre-Trained Smart fields and Clauses)	<p><b>Apttus Responsibility:</b></p> <ul style="list-style-type: none"> <li>- Analysis of customer requirements, Fit/Gap and Design.</li> <li>- Configure Dev/Test Sand Box (One environment)</li> <li>- Configure KIRA and CLM Integration</li> <li>- Configure/Map up to 3 contract types and total of 50 Smart fields or Clauses               <ul style="list-style-type: none"> <li>o More contract Types and Clauses will require further analysis and effort estimates.</li> </ul> </li> </ul> <p>Basic Sanity testing.</p> <ul style="list-style-type: none"> <li>- Support through QA and UAT</li> <li>- Only English languages and USD currency are in scope</li> </ul>
	Environment, Testing and Deployment	<p><b>Customer Responsibility:</b></p> <ul style="list-style-type: none"> <li>- Procure and Provision KIRA Environment</li> <li>- Detail testing of KIRA Imports.</li> <li>- Deployment to Production               <ul style="list-style-type: none"> <li>o Apttus will work with the customer on prod deployment,</li> <li>o customer will own planning and coordination of prod deployment activities</li> </ul> </li> </ul>
	Out-of-Scope Considerations	<p><b>Out of Scope:</b></p> <ul style="list-style-type: none"> <li>- KIRA Quick Study               <ul style="list-style-type: none"> <li>o Training Custom Smart Fields and Clauses in KIRA</li> </ul> </li> <li>- Importing or migrating any Legacy Data into production.</li> </ul>