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# ACN CLOUD SUBSCRIPTION ORDER FORM

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**Paul M Stevenson**  
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**THIS ORDER FORM** is made on **20<sup>th</sup> March 2020**

BETWEEN:-

- (1) **Conopco Inc.**, whose registered office is at 390 Park Avenue, New York, New York 10022 ("**Unilever Party**"); and
- (2) **Accenture LLP**, whose registered office is at 161 North Clark Street, Chicago, Illinois 60601 ("**Supplier Party**").

**IT IS AGREED** as follows:-

## 1. BACKGROUND

- A) Unilever Business and Marketing Support AG ("**Unilever**") and Accenture (UK) Limited ("**Supplier**") entered into a Framework Agreement which took effect on 1 January 2017, for the provision of certain services to the Unilever Group.
- B) This Order Form sets out a description of the scope and specifications of the Accenture Cloud Services which the Unilever Party wishes to receive from the Supplier Party.
- C) This Order Form incorporates and is subject to the following Parts of the Framework Agreement:
 

<b>Clause 1</b>	Definitions and Interpretation
<b>Part D</b>	Contracting for Subscription Services
<b>Part F</b>	General Provisions Applicable to all Agreements
<b>Schedule 7</b>	Agreed Subscription Terms (including Exhibit A relating to ACN Cloud Services)
- D) If a conflict arises between (i) this Order Form and (ii) the terms of the Framework Agreement incorporated herein, then the terms of the Framework Agreement incorporated herein will prevail.

## 2. DEFINITIONS AND INTERPRETATIONS

Unless otherwise stated: all capitalised terms used but not defined in this Order Form shall have the meanings given to them in the Framework Agreement.

## 3. KEY TERMS

<b>Territory</b>	North America	<b>Market Categorisation</b>	<b>TPM:</b> Tier 1 – North America (US & CA)  <b>RE:</b> Not applicable
<b>Subscription Effective Date</b>	1 <sup>st</sup> May 2020	<b>Subscription End Date</b>	31 <sup>st</sup> December 2021
<b>Authorised Users</b>	Employees, contractors, personnel and authorised distributors (and their personnel) and authorised merchandisers (and their personnel) of Unilever or its Affiliates	<b>Helpdesk contact details</b>	<b>Phone:</b> +1 855 594 9151  <b>Email:</b> SW <a href="mailto:Support_CusPortal@accenture.com">Support_CusPortal@accenture.com</a>  24 hours a day 7 days a week
<b>SOW Reference (in respect of any Project Services relating to this Order Form)</b>	Not applicable	<b>Data Retention Period</b>	Not applicable

<b>Support Day</b>	Any whole or partial day during Support Hours	<b>Accenture L4 Cloud Support Hours</b>	<p>9am to 6pm India Standard Time, excluding public holidays in Bangalore, to be notified to Unilever 6 months in advance</p> <p>8am to 5pm Central Europe Time, excluding public holidays in Germany, to be notified to Unilever 6 months in advance</p> <p>9am to 5pm Eastern Standard Time, excluding public holidays in the USA, to be notified to Unilever 6 months in advance.</p> <p><b>Note:</b> P1 incidents are supported on a 24/7 basis and P1 Service Levels times refer to Business Days in the country where the Accenture Cloud Subscription Services are received</p>
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#### 4.0 SUBSCRIPTION FEE RATES

##### 4.1 ACN Cloud Subscription Fees

User Type	Monthly Fee per User
ACN Cloud RE – Merchandiser User	\$14
ACN Cloud RE – Professional User Tier 2	\$20
ACN Cloud RE – Professional User Tier 1	\$30
ACN Cloud RE – Supervisor User Tier 2	\$42
ACN Cloud RE – Supervisor User Tier 1	\$62
ACN TPM – Foundational User	\$20
ACN TPM – Advanced User Tier 2	\$45
ACN TPM – Advanced User Tier 1	\$60
ACN TPM – TPO Add-On	\$30

##### 4.2 Standard Support

The Subscription Fees include the provisions of standard support services in accordance with the Agreed Subscription Terms and Subscription Service Levels.

##### 4.3 Support for Product Modifications

Level 4 support for Product Modifications will be provided by Accenture at no additional charge.

##### 4.4 Support for Bespoke Works

Level 4 support for Bespoke Works is not included in the Subscription Fees. If requested by Unilever, such services will be subject to separate charges to be agreed at the time.

#### 5.0 SUBSCRIPTION ORDER DETAIL

##### 5.1 Subscription Services & User Types

Product	User Type	Activation Date	Monthly Fee per user	User Volume	Monthly Fee Total	Duration	Contract Fee Total
Accenture Cloud Retail	ACN Cloud RE –						

Product	User Type	Activation Date	Monthly Fee per user	User Volume	Monthly Fee Total	Duration	Contract Fee Total
Execution	Merchandiser						
Accenture Cloud Retail Execution	ACN Cloud RE – Professional User Tier 2						
Accenture Cloud Retail Execution	ACN Cloud RE – Professional User Tier 1						
Accenture Cloud Retail Execution	ACN Cloud RE – Supervisor User Tier 2						
Accenture Cloud Retail Execution	ACN Cloud RE – Supervisor Tier 1						
Accenture Cloud Trade Promotion Management	ACN TPM – Foundational User						
Accenture Cloud Trade Promotion Management	ACN TPM – Advanced User Tier 2						
Accenture Cloud Trade Promotion Management	ACN TPM – Advanced User Tier 1	1 <sup>st</sup> May 2020	\$ 60	392	\$ 23,520	20 months	\$ 470,400
Accenture Cloud Trade Promotion Management	ACN TPM – Advanced User Tier 1	1 <sup>st</sup> Nov 2020	\$ 60	134	\$ 8,040	14 months	\$ 112,560
Accenture Cloud Trade Promotion Management	ACN TPM – TPO Add-On						
<b>Total</b>							<b>\$ 582,960</b>

## 5.2 Subscription Fees

The total Subscription Fees under this Order Form for the Subscription Period is **\$ 582,960** (excluding all applicable taxes).

A discount of 3% to the Total Subscription Fees will be applied as per the Global Rebate Incentive pursuant to Clause 4 of the Enterprise Framework Agreement ('EFA') dated 1<sup>st</sup> January 2019, which amounts to **\$ 17,489**. The total Subscription Fees payable after discount is **\$ 565,471**.

In the event that the conditions of such Global Rebate Incentive are not satisfied, such discount detailed within this Section 5 shall be dis-applied.

## 6.0 Invoicing & Payment Schedule

Accenture will issue the invoices for the Subscription Fees specified in this Order Form as set out in Part 2 of Schedule 5 of the Framework Agreement. The Fees shall be invoiced in USD.

**Local Services Agreement ref:** USA LSA

**Purchase Order ref:** Unilever to provide

Agreed by Unilever Party:	Agreed by Accenture Party:
Date: 25 de maio de 2020	Date: 25 May 2020
By (authorised signature): <div><div>DocuSigned by:</div><div>Adriana Belloni</div><div>A070054070F94CB...</div></div>	By (authorised signature): <div><div>DocuSigned by:</div><div>Anna C Bancroft</div><div>BB06ED5040BD4F0...</div></div>
Name and Title (Type or Print): Frontier Platform Director	Name and Title (Type or Print): Managing Director
Address:	Address: