

MASTER SUBSCRIPTION AGREEMENT

Contract Number: MSA-2024-0892
Effective Date: January 15, 2024
Initial Term: 24 months

PARTIES

Customer: Acme Corporation
123 Business Park Drive, Suite 400
Chicago, IL 60601

Provider: CloudPlatform Solutions, Inc.
500 Technology Way
San Francisco, CA 94105

1. SUBSCRIPTION DETAILS

- 1.1 Licensed Users: 200 seats
- 1.2 Subscription Tier: Enterprise
- 1.3 Annual Subscription Fee: \$287,500
- 1.4 Payment Terms: Annual, Net 30

2. SERVICE LEVEL AGREEMENT

- 2.1 Availability Commitment: 99.9% monthly uptime
- 2.2 Scheduled Maintenance: Excluded from uptime calculation
- 2.3 Measurement: Calendar month basis

2.4 SLA Credits:

| Monthly Uptime | Service Credit |
|----------------------|--------------------|
| < 99.9% but >= 99.0% | 10% of monthly fee |
| < 99.0% but >= 95.0% | 25% of monthly fee |
| < 95.0% | 50% of monthly fee |

2.5 Credit Request Process: Customer must submit credit request in writing within 30 days of the affected month. Credits will be applied to future invoices and shall not exceed 50% of monthly fees in any given month.

3. TERM AND RENEWAL

3.1 Initial Term: This Agreement shall commence on the Effective Date and continue for a period of twenty-four (24) months (the 'Initial Term').

3.2 Renewal: This Agreement shall automatically renew for successive twelve (12) month periods unless either party provides written notice of non-renewal at least sixty (60) days prior to the end of the then-current term.

3.3 Price Adjustment: Provider may adjust pricing for renewal terms with at least ninety (90) days written notice prior to the renewal date. Any price increase shall not exceed 5% annually.

4. TERMINATION

4.1 Termination for Cause: Either party may terminate this Agreement for material breach if such breach remains uncured for thirty (30) days after written notice.

4.2 Termination for Convenience: Customer may terminate this Agreement for convenience upon ninety (90) days written notice, subject to payment of remaining fees for the then-current term.

SIGNATURES

For Acme Corporation:

David Park, CFO
Date: January 10, 2024

For CloudPlatform Solutions, Inc.:

Sarah Mitchell, VP Sales
Date: January 12, 2024