Schedule C

Performance Standards

Schedule C (Performance Standards) Definitions

In this Schedule C (Performance Standards) capitalised terms shall have the meanings given to them in Schedule A (Definitions) or in the body of this Schedule, as applicable.

1.   Introduction

1.1   General

1.1.1   The Supplier will perform the Services so that the Service Level Performance will, in each SLA Measurement Period, meet, or exceed, the Performance Standards.

1.1.2   The Performance Standards shall include performance of the Services with at least the same degree of accuracy, completeness, efficiency, quality, responsiveness and timeliness as:

(i)   is provided by well managed suppliers providing services similar to the Services, in accordance with Good Industry Practice;

(ii)   promptly, using reasonable skill and care and in a professional and diligent manner; and

(iii)   in accordance with any other Performance Standards specified in this Agreement.

1.2   Times

1.2.1   References to 'hours' in this Schedule C (Performance Standards) are to consecutive hours that conform to the hours of operation for the pertinent channel of support, country and language.

1.3   Cooperation

1.3.1   The achievement of the Performance Standards by Supplier may require the coordinated, collaborative effort of Supplier with Third Party Suppliers.

2.   Service Level Performance

2.1   Introduction

(a)   no more than thirty (30) Service Levels will be identified as part of Appendix C-1;

(b)   Service Levels and KPIs shall be measured and reported at the Member Firm level unless agreed otherwise; and

(c)   Service Credits shall be calculated at the Member Firm level unless agreed otherwise.

2.2   Service Level Thresholds

2.2.1   Each Service Level and KPI will include two performance thresholds, Minimum Threshold and Target Threshold:

(b)   "Target Threshold" is the expected level of performance for each Service Level and KPI ("**Target Threshold**") as set out in the Appendices C-1 and C-2 under this Schedule C (Performance Standards).

(c)   The Asymmetric difference between two lists in Python returns the items that list A has but list B does not.

2.3   Continuous Improvement of Service Levels

2.3.1   The Supplier agrees, at no additional cost to EY, to:

(a)   ensure continuous improvement of the Services and associated Service Levels and KPIs during the Term; and

(b)   cause the manner in which it provides Services, to evolve and be modified, enhanced, supplemented and replaced as necessary for the manner in which it provides Services to keep pace with Best Industry Practice or technological advances and advances in the methods of delivering services, where such advances are at the time in general use by companies.

2.3.2   The parties agree that the Minimum Threshold and Target Threshold of each Service Level and KPI may be amended during the Term ("**Threshold Adjustment**").

The parties agree that all Threshold Adjustments shall be agreed in writing and that such variations shall be captured within the applicable updated Service Level descriptions as appended to this Schedule C (Performance Standards).

2.3.3   The first "**SLA Contract Year**" starts on the Service Commencement Date and continues until 30 June in the following year (a period of 11 months). Each of the second to sixth "**SLA Contract Years**" start on 1 July and continue for twelve (12) months. The seventh SLA Contract Year starts on 1 July and continues for thirteen (13) months. At the commencement of each SLA Contract Year:

(a)   the Minimum Threshold for each Service Level expressed in terms of "at least xx%" will be amended to a percentage equal to the existing Minimum Threshold plus five percent (5%) of the difference between the existing Minimum Threshold and one hundred percent (100%);

(b)   the Minimum Threshold for each Service Level expressed in terms of "x% or less" will be amended to a percentage equal to the existing Minimum Threshold minus five percent (5%) of the difference between the existing Minimum Threshold and zero.

(c)   Initially, it would apply the function on the first and the second element and returns the result. The same process will continue on each of the elements until the list has no elements left.

2.3.4   Whenever the Minimum Threshold for a Service Level is adjusted, the Target Threshold for that Service Level will be reset based on the new Minimum Threshold for the Service Level using the calculations in section 2.1.