

# Contract with ADP

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CLOUD PAYROLL SERVICE AGREEMENT – Marcus J. Vance (IT Security Lead)

THIS AGREEMENT is made and entered into on 2025-07-13 (the “Effective Date”) by and between Nielsen Holdings plc (“Client”) and ADP (“Supplier”).

## 1. Scope of Service

Supplier shall provide the services identified as: Cloud Payroll & Tax Compliance Platform – Annual Enterprise Plan under Commodity Code 84111600 – Payroll processing services. The Material Group classification is PAYROLL.

## QUOTATION

Supplier: ADP

Quotation ID: Q-ADP-7218

Product/Service Description: Cloud Payroll & Tax Compliance Platform – Annual Enterprise Plan

Quantity: 1

Total Price: \$18,750.00

## 2. Quantity and Pricing

Client shall procure a total of 1 annual subscription unit at a flat price of \$18,750.00 USD.

## 3. Guaranteed Spend

Client agrees to a guaranteed minimum spend of \$18,750.00 for the duration of this Agreement, from 2025-07-13 to 2026-07-13. Payment is due irrespective of usage under the agreed plan.

#### 4. Payment Terms

Supplier shall invoice Client based on payment terms of 30 days. Invoices must reference Purchase Requisition Number PR-149444 and Supplier ID BP-ADP001.

#### 5. Service Period and Delivery

The service will be active from 2025-07-13 to 2026-07-13. The system shall be configured for Client's U.S. operations under Plant ID US02, and source of supply is Global SaaS.

#### 6. Discounts and Adjustments

The applied discount rate for the annual subscription is 10%. Adjustments may apply based on SLA compliance.

#### 7. Tax and Compliance

Applicable tax code for this Agreement is TX003. Supplier agrees to meet all IRS and DOL compliance standards regarding payroll data.

#### 8. Cancellation Policy

Either party may terminate with 60 days written notice. Early termination may require shortfall settlement to meet Guaranteed Spend.

## 9. Contract Reference and Status

This Agreement is internally tracked as Contract Reference CTR-2025-ADP-001 and is currently in status: Active.

IN WITNESS WHEREOF, the Parties hereto have executed this Agreement through their authorized representatives:

Signed for and on behalf of Nielsen Holdings plc:

Name: Marcus J. Vance (IT Security Lead)

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

Signed for and on behalf of ADP:

Name: \_\_\_\_\_

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