

**Ad Hoc Statement of Work for**

***2021 Talent Renewals***

*December 17, 2021*



# chemistry

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This Statement of Work (“SOW”) is (the “**Effective Date**”) by and between **Client, Inc** (hereinafter referred to as “**Client**”), and **Supplier1US** (hereinafter referred to as “**Agency**”)

WHEREAS, Client is an Affiliate of Johnson & Johnson Services, Inc. (hereinafter referred to as “**JJSI**”);

WHEREAS, JJSI and Agency have entered into that certain Master Services Agreement

WHEREAS, pursuant to the Agreement, Agency, acting through one or more of its Affiliates, has agreed to perform certain services to JJSI and its Affiliates under the terms and conditions of said Agreement, to include without limitation, certain Ad Hoc Project Fees, and Client and Agency now desire to enter into this SOW (all terms not otherwise defined herein shall have the meanings ascribed to such terms in the Agreement) to cover such Ad Hoc Project Fee.

NOW, THEREFORE, in consideration of the mutual covenants contained herein, the parties hereby agree as follows:



				Statement of Work Summary			
2021 Statement of Work Summary							
Brand Name							
Statement of Work Name		2021 Talent Renewals					
SOW Version and Date		Version #1					
Marketing Contact							
Email Address							
Team Chemistry Contact Name							
Team Chemistry Email Address							
Timing of Work		December 01, 2021 – December 31, 2021					
For the Period Beginning		December 01, 2021					
For the Period Ending		December 31, 2021					
Standard Hrs in this Period		150					
FINANCIAL SUMMARY							
2021 Staffing Plan Fee		\$0.00					
2021 Out of Pocket Expenses							
Production		0.00					
Travel		0.00					
HCP		0.00		Totality ID # (For use only)			
Other		857,445.00					
Total Out of Pockets		0.00		APPROVALS:			
Total 2021 Forecast		\$857,445.00					
2020 Carry-Over Amount		0.00					
2021 PURCHASE ORDER REQUIRED - Fee		\$0.00		Agency Leader:			
2021 PURCHASE ORDER REQUIRED - OOP (Excluding HCP)		857,445.00					
2021 Total HCP Purchase Orders		0.00					
Total 2021 Purchase Orders Required		\$857,445.00		Brand Team Leader			
				Date :			



### PROJECT OVERVIEW

Agency has been engaged by the ACUVUE® (Brand) to manage talent usage rights used on previous campaigns from 2017 through 2020.

**This scope of work covers all work effort and deliverables associated with this project, as outlined in detail below and further described under Attachment A.**

### PROJECT SCOPE AND DELIVERABLES

#### ○ WORK EFFORTS:

- Reviewing and renewing:
  - Talent contracts
    - Casting sheet and agent information for all current spots for any extension renegotiations
    - SAG forms
  - Music contracts – original and stock
  - Payment cycles
- Coordinating with the paymaster to manage talent
- Coordination with Brand to confirm talent usage and renewal across upcoming media placements

#### List of campaigns & deliverables for Talent Rights Renewals 2021

##### Campaign: Go See

- Estimate includes costs for on-screen talent and music used in the deliverables below
- No voiceover talent renewal
- 2 Year estimate total: **\$259,610.00**

##### List of Deliverables:

##### Produced 2018:

##### Go See Photography Library

- Go See Stills
- Go See Music (“Look Around You”- New Math)
- Global Skateboarding :15 + :6
- Global Car Trip :15 + :6
- Global Volleyball :15 + :06
- Global Night Hiking :15 + :06
- Global Mountain Biking :15 + :06
- RU Colorful Encounters :30 + :20
- RU Romantic Adventures :30

##### Produced 2020:

- See Life Through a Different Lens :30
- Go See Again #1 :15
- Go See Again #2 :15
- Go See Again #3 :15
- Go See Again #3 - 21-Day Alt :15
- Go See Again #4 :15
- Go See Again #4 - 21-Day Alt :15
- Go See Beauty :06
- Go See Excitement :06
- Go See Joy :06

##### Campaign: Solace

- Estimate includes costs for on-screen talent, voiceover and music used in the deliverables below



- 2 Year estimate total: **\$319,486.08**

**List of Deliverables:****Produced 2019:**

- Soccer
- Cyclist
- Concert
- Night Driving
- Basketball
- LOF
- LOS
- Solace MOA Video
- Solace MOA Video
- JJAG0141000H - ACUVUE Solace: Soccer :15 + :06
- JJAG0138000H - ACUVUE Solace: Cyclist :15 + :06
- JJAG0141000H - ACUVUE Solace: Soccer :15 + :06
- JJAG0136000H - ACUVUE Solace: Rock Concert :15 + :06
- JJAG0139000H - ACUVUE Solace: Night Driving :15 + :06
- JJAG0137000H - ACUVUE Solace: Basketball :15 + :06
- JJAG0140000H - ACUVUE Solace: Night Running :15 + :06
- JJAG0135000H - ACUVUE Solace: A Day in the Light :30

**Campaign: Home Alone**

- Estimate includes costs for on-screen talent used in the deliverables below
- No music or voiceover talent renewal
- 2 Year estimate total: **\$72,243.60 USD**

**List of Deliverables:**

- HAGLHERONOV - [ACUVUE] HOME ALONE - GLOBAL HERO 1:13
- HAGLHEROV - [ACUVUE] HOME ALONE - GLOBAL HERO 1:13
- HAGLCD15 - [ACUVUE] HOME ALONE - GLOBAL 15 SECOND CUTDOWN :15

**Campaign: Touch Me**

- Estimate includes costs for on-screen talent used in the deliverables below
- No music or voiceover talent renewal. Stock music buyout in-perpetuity
- 2 Year estimate total: **\$84,301.00 USD**

**List of Deliverables:**

- TOUCHMEHERO - Touch Me Hero PL Final 1:38
- TOUCHME30 - Touch Me Commercial :30
- TOUCHME40 - Touch Me 40+ Cutdown :36
- TOUCHMEEDGY - Touch Me Edgy

**Campaign: Innovation Videos**

- Estimate includes costs for music and voiceover used in the deliverables below
- On-screen talent are buyout in-perpetuity
- Estimates only include invisible edge, eyelid stabilized, and moisture infused videos. Does not include UV Blocking, Pupil Optimized, Antioxidants
- 2 Year estimate total: **\$91,214.80 USD**

**List of Deliverables:****Produced 2017:**

- Moisture Infused
- Eyelid Stabilized



## Campaign: Oasys 1-Day

- Estimate includes costs for on-screen talent & voiceover used in the deliverables below
- No music renewal
- 2 Year estimate total: **\$20,839.50 USD** (Note: Talent renewal for 2 years as sole option)

## List of Deliverables:

### Produced 2017/2018:

- O1D Shopper Video
- O1D Stills
- O1D :06s
- O1D EMA :30
- O1D Usage Contextual Pre-Roll
- **Assumptions and Dependencies:**
  - Brand to provide approval to proceed with renewing talents
  - Talent fees dependent on usage cycles and placement

## GLOBAL DEPENDENCIES

The successful delivery of the project by Agency depends on the timely delivery of certain elements within the project process and adherence to the project schedule by the Brand. If this does not occur, Agency will not be held liable for the late or incomplete delivery of the project. This will be determined on a project by project basis. It includes but is not limited to:

- Timely delivery of all assets required for the project from Brand or third parties including adherence to agreed-upon project schedule.
- Changes to project scope and deliverables as agreed and signed the statement of work will be outlined in a change order. Incremental fees and charges, if applicable, will be outlined in the change order
- Changes in direction once project deliverables are approved may incur additional costs
- Adherence to number of revisions on each deliverable as per project plan once it is signed off
- Working closely with all parties involved in the project from project kick-off
- Revisions should be sent in a consolidated list via email
- Timely response on actions – such as organizing research, sending documents / communications

## GLOBAL ASSUMPTIONS

- OOP budget based on scope covers talent usage rights in 2022-2023, based on a 2-year renewal period
- Consolidated, written feedback/direction will be provided by the brand team after any/all briefing sessions and presentations. Agency will not move forward until written feedback/direction is provided
- Any/all written feedback/direction provided by the brand team reflects inputs from all key stakeholders
- Any additional rounds of brand team review or updates (exceeding the numbers outlined in the work streams above) will be considered out of scope and will require a change order and may impact timing
- All out of scope requests will be estimated separately by the Account & Project Management teams and validated by the Brand prior to engagement

## PROJECT SCHEDULE

Project Duration: December 2021



kickoff.

- Detailed timeline to be presented upon scope approval and project

## PROJECT BUDGET

Campaign	Renewal Items	Duration	Renewal Costs (USD)
Go See	On-screen talent, music	2 years	\$259,610.00
Solace	On-screen talent, music, voiceover	2 years	\$319,486.08
Home Alone	On-screen talent	2 years	\$72,243.60
Touch Me	On-screen talent	2 years	\$84,301.00
Innovation Videos	Music, voiceover	2 years	\$91,214.80
Oasys 1-Day	On-screen talent, voiceover	2 years	\$20,839.50
Business Affairs Fee			\$9,750.00
		<b>TOTAL</b>	<b>\$857,444.98</b>

Total Project budget for this project is estimated to be **\$857,445.00 USD**

Fee: \$0.00 USD

OOP: \$857,445.00 USD (for paymaster to manage talent)

OOP to be billed as incurred.

## INCORPORATION OF AGREEMENT TERMS AND CONDITIONS

All of the terms and conditions of the Agreement, to the extent not expressly modified herein, are hereby incorporated into the terms and conditions of this SOW by this reference as if set out in full herein.

IN WITNESS WHEREOF, the parties have caused this SOW to be executed by their duly authorized representatives as of the Effective Date set forth above.

**Client**

**Supplier1**





## Attachment A

### Estimate Total

	Talent Fees	Apply	Code	Paid Out	P&H	Taxes	Handling	Misc	Total
	750,016.00	0.00		750,016.00	32,375.00	42,703.50	22,500.48	9,850.00	857,444.98

### Estimate-Level Use

Use	From	To							Total
Business Affairs Fee	10/18/2021	10/18/2021							9,750.00

### Commercials

	Talent Fees	Apply	Code	Paid Out	P&H	Taxes	Handling	Misc	Total
A1: 1 / Solace OCP and Music / :30 NonUnion MPU: 09/30/2023 FFC: 01/01/2022	213,016.00	0.00		213,016.00	0.00	0.00	6,390.48	50.00	219,456.48

Cast Summary	Qty	Union	Year	Category	Camera	OS1	OS2	Guarantee	Corp	Comment
	23	Non-Union			On			No	No	Two year estimate cost from Jaranada Chile
	1	Non-Union			Off			No	No	JSM Music - 2 year renewal cost

Uses	From	To	Talent Fees	Apply	Code	Paid Out	P&H	Taxes	Handling	Misc	Total
** Other / Two Year Renewal : A1 Comment : 2 year renewal quote from Jacaranda/Chile	01/01/2022	12/31/2023	124,016.00	0.00		124,016.00	0.00	0.00	3,720.48		127,736.48
** Wire Transfer Fee : A1	12/03/2021	12/03/2021									50.00
** Other / Two Year Renewal : A1	01/01/2022	12/31/2023	89,000.00	0.00		89,000.00	0.00	0.00	2,670.00		91,670.00



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	Talent Fees	Apply	Code	Paid Out	P&H	Taxes	Handling	Misc	Total
<b>A1: 2 / Solace SAG-AFTRA VO Talent / :30</b> TV Commercial - Standard TV Comment - VO Luke Slattery (Innovative) - 3 spots and Jessica Darrow (A3) - 5 spots	72,000.00	0.00		72,000.00	13,320.00	12,549.60	2,160.00	0.00	100,029.60
MPU: 12/31/2022 FFC: 01/01/2022									

Cast Summary	Qty	Union	Year	Category	Camera	OS1	OS2	Guarantee	Corp	Comment
	2	SAG	19	P	Off			No	No	VO Luke Slattery (Innovative) and Jessica Darrow (a3)

Uses	From	To	Talent Fees	Apply	Code	Paid Out	P&H	Taxes	Handling	Misc	Total
** Two Year Internet Renewal : A1 Comment : 8 spots at \$9k each	01/01/2022	12/31/2023	72,000.00	0.00		72,000.00	13,320.00	12,549.60	2,160.00		100,029.60

	Talent Fees	Apply	Code	Paid Out	P&H	Taxes	Handling	Misc	Total
<b>A1: 3 / Go See / :30</b> NonUnion Comment - OCP talent estimated costs from The Rink Films/Barcelona	252,000.00	0.00		252,000.00	0.00	0.00	7,560.00	50.00	259,610.00
MPU: 12/31/2023 FFC: 01/01/2022									

Cast Summary	Qty	Union	Year	Category	Camera	OS1	OS2	Guarantee	Corp	Comment
	20	Non-Union			On			No	No	Renewal date unknown and pending
	1	Non-Union			Off			No	No	

Uses	From	To	Talent Fees	Apply	Code	Paid Out	P&H	Taxes	Handling	Misc	Total
** Other / Two Year Renewal : A1 Comment : The Rink Films Barcelona - 20 OCP	01/01/2022	12/31/2023	187,000.00	0.00		187,000.00	0.00	0.00	5,610.00		192,610.00
** Wire Transfer Fee : A1	12/03/2021	12/03/2021									50.00
** Other / Two Year Renewal : A1 Comment : New Math Music	01/01/2022	12/31/2023	65,000.00	0.00		65,000.00	0.00	0.00	1,950.00		66,950.00



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	Talent Fees	Apply	Code	Paid Out	P&H	Taxes	Handling	Misc	Total
<b>A1: 4 / Innovations / :30</b> TV Commercial - Standard TV Comment - OCP are buyouts in- perpetuity - VO Invisible Edge :15, Eyelid Stabilized :15, Moisture Infused :15	MPU: 12/31/2023 FFC: 01/01/2022								
	76,000.00	0.00		76,000.00	6,660.00	6,274.80	2,280.00	0.00	91,214.80

Cast Summary	Qty	Union	Year	Category	Camera	OS1	OS2	Guarantee	Corp	Comment
	1	SAG	19	P	Off			No	No	VO Jen Jacob - DBA
	1	Non-Union			Off			No	No	Duotone Music

Uses	From	To	Talent Fees	Apply	Code	Paid Out	P&H	Taxes	Handling	Misc	Total
** Two Year Internet Renewal : A1 Comment : VO Jen Jacob - 3 spots	01/01/2022	12/31/2023	36,000.00	0.00		36,000.00	6,660.00	6,274.80	1,080.00		50,014.80
** Other / Two Year Renewal : A1 Comment : Duotone Music	01/01/2022	12/31/2023	40,000.00	0.00		40,000.00	0.00	0.00	1,200.00		41,200.00

	Talent Fees	Apply	Code	Paid Out	P&H	Taxes	Handling	Misc	Total
<b>A1: 5 / Oasys / :30</b> TV Commercial - Low Budget Digital Waiver Comment - OC and VO - Andi McFee	MPU: 12/31/2023 FFC: 01/01/2022								
	15,000.00	0.00		15,000.00	2,775.00	2,614.50	450.00	0.00	20,839.50

Cast Summary	Qty	Union	Year	Category	Camera	OS1	OS2	Guarantee	Corp	Comment
	1	SAG	19	P	On			No	No	Pending response from Anndi McFlee's agent ACM

Uses	From	To	Talent Fees	Apply	Code	Paid Out	P&H	Taxes	Handling	Misc	Total
** Two Year Renewal : A1	01/01/2022	12/31/2023	15,000.00	0.00		15,000.00	2,775.00	2,614.50	450.00		20,839.50



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	Talent Fees	Apply	Code	Paid Out	P&H	Taxes	Handling	Misc	Total
<b>A1: 6 / Touch Me / :30</b> NonUnion Comment - Jingle Punks - stock music licensed in perpetuity - No VO talent	MPU: 12/31/2023 FFC: 01/01/2022								
	70,000.00	0.00		70,000.00	0.00	12,201.00	2,100.00	0.00	84,301.00

Cast Summary	Qty	Union	Year	Category	Camera	OS1	OS2	Guarantee	Corp	Comment
	14	Non-Union			On			No	No	Non-Professional talent hired and paid under the union 8D waiver - 2 year rate received

Uses	From	To	Talent Fees	Apply	Code	Paid Out	P&H	Taxes	Handling	Misc	Total
** Other / Two Year Renewal : A1	01/01/2022	12/31/2023	70,000.00	0.00		70,000.00	0.00	12,201.00	2,100.00		84,301.00

	Talent Fees	Apply	Code	Paid Out	P&H	Taxes	Handling	Misc	Total
<b>A1: 7 / Home Alone / 1:12</b> TV Commercial - Standard TV Comment - This is a SAG-AFTRA production and talent rights have expired. Continued use will need to negotiated	MPU: 12/31/2023 FFC: 01/01/2022								
	52,000.00	0.00		52,000.00	9,620.00	9,063.60	1,560.00	0.00	72,243.60

Cast Summary	Qty	Union	Year	Category	Camera	OS1	OS2	Guarantee	Corp	Comment
	8	SAG	19	P	On			No	No	All talent have been contacted - new rates received

Uses	From	To	Talent Fees	Apply	Code	Paid Out	P&H	Taxes	Handling	Misc	Total
** Two Year Renewal : A1 Comment : Estimated cost - pending talent/agent response	01/01/2022	12/31/2023	52,000.00	0.00		52,000.00	9,620.00	9,063.60	1,560.00		72,243.60



# eSignature Request between Client INC and Supplier1

Final Audit Report

2021-12-17\

## Signature Request between Client INC and Supplier1 " History

Agreement completed.

2021-12-17 - 6:05:31 PM GMT