



ORDER FORM #1

Advanced Vault

Spreedly, Inc.
300 Morris Street
Suite 400
Durham, NC 27701

To:
Customer Legal Name: Dominion Capital Strategies Limited
Tax ID: 63978
Billing Address: Mill Court, La Charroterie. St Peter Port. Guernsey, GY1 3PU
Sales Rep: Crystal Stewart

Order Form Issued: 26 JAN 2024
Offer Valid Until: 31 JAN 2024

This Order Form is entered into between the entity identified above as “Customer” and Spreedly, Inc. (each a “Party” and collectively, the “Parties”) as of February 2, 2024 (the “Order Form Effective Date”) and is subject to the Agreement (defined below) which is hereby incorporated by reference. For purposes of this Order Form, “Agreement” means the enterprise services agreement (an “ESA”) currently in force between the Parties, or, in the absence of an ESA, the Spreedly Terms of Service located at <https://www.spreedly.com/terms-of-service>.

In the event of any conflict between the terms of the Agreement and this Order Form, this Order Form will govern. Capitalized terms used but not defined in this Order Form have the meanings set forth in the Agreement or in the applicable documentation.

1) Order Form Term. The Initial Term of this Order Form is one (1) month, after which this Order Form will automatically renew for successive 1-month periods (each, a “Renewal Term” and, together with the Initial Term, the “Term”). Customer may terminate this Order Form on 30 days' written notice to Spreedly.

2) Advanced Vault. Spreedly’s Advanced Vault service will be charged the greater of (i) the rate corresponding to the number of enrolled payment methods in each month of service or (ii) the minimum committed fee of \$500 per month as set out in Table 1 below. Costs are exclusive of fees imposed by the card associations and/or third-party service providers (e.g. card updates, tokenization, etc.) which will be passed through to Customer and are subject to change at any time. For the avoidance of doubt, Customer will still be charged the third-party fee each time a payment card is updated. Spreedly will make reasonable efforts to notify Customers in advance of changes in third party fees.

Table 1			
Tier	# of Payment Methods	Monthly Fee Per Method	Minimum Monthly Fee
1	0 – 149,999	\$0.025	\$500.00
2	150,000 – 1,499,99	\$0.0225	
3	1,500,000 +	\$0.020	

If this Order Form becomes effective on or before 31 Jan 2024, Spreedly will apply a one-time discount of \$3,000 applied in equal installments of \$500 to the first 6 month’s invoices for Advanced Vault Fees.

By using Advanced Vault, Customer agrees that any updates to payment card information may be used by Spreedly to improve or provide payment services on its Platform. Customer authorizes Spreedly to act on Customer’s behalf to (i) request and retain a Token Requestor ID from applicable card issuers, and (ii) use the Token Requestor ID to provision network tokens where available.

3) Payment. Customer will be invoiced monthly at the rate for the number of payment methods enrolled in the prior month as described in Section 2 or the minimum committed fee of \$500.



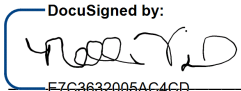
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Customer will pay all amounts due by credit card on file with Spreedly. Customer authorizes Spreedly to periodically charge the credit card on file for Spreedly service fees as stated in this Order Form. Customer will be subject to any additional terms presented by the third-party credit card payment processor and Customer is responsible for keeping such credit card information up to date.

If Customer fails to make any payment when due then, in addition to all other remedies that may be available to Spreedly in the Agreement, Spreedly may charge interest on the past due amount at the rate of 1.5% per month calculated daily and compounded monthly or, if lower, the highest rate permitted under applicable law.

The Parties have executed this Order Form by their duly authorized representatives in one or more counterparts, each of which will be deemed an original.

Spreedly, Inc.

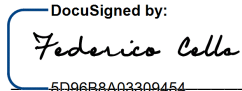
By: 
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Name: Nellie Vail

Title: CFO

Date: 1/31/2024

Dominion Capital Strategies Limited

By: 
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Name: Federico Cella

Title: CEO

Date: 1/31/2024