Spreedly

ORDER FORM #1

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

Pushpay IP LTD.
Level 6
167 Victoria Street West
Auckland 1010

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 April 1, 2022 (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.

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

1) Order Form Term

The Initial Term of this Order Form is 24 months, commencing on April 1, 2022. Thereafter, this Order Form will renew for successive additional 12 month periods (each, a "Renewal Term" and, together with the Initial Term, the "Term") unless either party has provided written notice of its intent to not renew this Agreement not less than sixty (60) days prior to the expiration of the then-current Initial or Renewal Term.Each 12 months of service will be deemed a "Contract Year".

2) Fees:

Customer will pay Spreedly a "**Base Annual Fee**" for each 12 months of service in accordance with the pricing table below, which will entitle Customer to the following services for the duration of the Contract Year:

Annual Fees	Contract Year 1	Contract Year 2
Platform Fee:	**$205,000**	**$215,000**
Enterprise Assurance Agreement	Included	Included
Existing Spreedly End Points	Unlimited	Unlimited
PCI Compliant Card Storage Limit	Unlimited	Unlimited
Add New Standard PMD End Points	Included	Included
API Usage Fee:	**$199,650**	**$239,580**
Included Non-Partner API Calls (Annual)	36,300,000	39,930,000
Price per API Call	$0.0055	$0.0055
Base Annual Fee	**$404,650**	**$454,580**

In the event Customer's actual API usage exceeds the included volumes used to determine the Base Annual Fee before the end of a Contract Year, Spreedly will bill Customer for additional usage in blocks of 1,000,000 API calls at a rate of $5,500 per block. In the month of overage, Spreedly will estimate the number of API calls Customer will use through the end of the current Contract Year and bill the appropriate number of API call blocks. The estimate will be based on the average of the previous two months' API usage. In the event Customer's remaining API usage exceeds the added blocks before the end of the Contract Year, the same method will be used to bill additional blocks.

Test Account:
Customer will be provided a separate test account solely for the purpose of test transactions to Spreedly for a flat fee of $20,400 per Contract Year.

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3) Payments:

Customer will pay the total Base Annual Fee for the first Contract Year in full within 15 days of the Order Form Effective Date. Each subsequent annual payment of the Total Base Annual Fee will be invoiced thirty (30) days prior to the anniversary of the Order Effective Date ("**Annual Renewal Date**") and will be due and payable prior to the Annual Renewal Date.

Customer may elect to pay all amounts due under this Agreement either by:

(a)   ACH payment or wire transfer to the following account:

Receiver:	Silicon Valley Bank
ABA/Routing #:	121140399
SWIFT Code:	SVBKUS6S
Beneficiary:	3301451580
	Spreedly, Inc.
	300 Morris Street, Suite 400
	Durham, NC 27701
	USA

(b)   check delivered to the address specified in the relevant invoice.

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: _Nellie Vail_
DocuSigned by:
BE108849DB824F9...
Name: Nellie Vail
Title: CFO
Date: 3/18/2022

Pushpay IP LTD.

By: _Molly Matthews_
DocuSigned by:
FFDBA0A2B29E487...
Name: Molly Matthews
Title: CEO
Date: 3/17/2022