



ORDER FORM #1

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

Customer Legal Name: Emerald X, LLC
Billing Address: 100 Broadway, 14th Floor New York, NY 10005
Sales Rep: Shawn Curtis

Contract Effective Date: 28 FEB 2022

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 the last day it is signed (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 Documentation.

1) Order Form Term: The Initial Term of this Order Form is 36 months. Thereafter, upon mutual written consent this Agreement shall renew for successive one-year periods (each, a "**Renewal Term**" and, together with the Initial Term, the "**Term**"). Without mutual written consent to a Renewal Term, this Order Form will expire subject to Section 9 (Term and Termination) of this Agreement.

2) Annual Enterprise Platform Fees: \$55,000 per term year.

3) API Usage Fees: Customer is purchasing 22,000,000 API calls at a cost per API call rate of \$0.00450 to be consumed over the Initial Term. The total API usage fee during the Initial Term is \$99,000. Spreedly will bill Customer monthly in arrears at the current cost per API call rate for any API calls consumed more than the initial purchase volume of 22,000,000 API calls for the term of the contract.

4) One-time signing discount: Spreedly shall apply a one-time \$13,750 discount, distributed evenly over each annual payment during the Initial Term. This discount is contingent upon an Order Form Effective Date of no later than February 28, 2022.

5) Fee increases:

The Annual Platform Fee and all API usage fees will increase 3% annually in each successive Renewal Term. For example, in the first Renewal Term following the Initial Term, the Annual Platform Fee will increase to \$56,650 and the cost per API call will increase to \$0.00464 per API call.

6) Payments:

All payments are subject to the terms prescribed in Section 7 of the Agreement. Customer will pay the Annual Platform Fee for the first year of the Initial Term in full within 45 days of the Order Form Effective Date. Each subsequent annual payment shall be invoiced 30 days prior to the anniversary Effective Date ("**Annual Renewal Date**") and shall be due and payable 45 days after the Annual Renewal Date.

PAYMENT SCHEDULE	Year 1	Year 2	Year 3
Annual Platform Fee	\$55,000	\$55,000	\$55,000
One-third of Total API Usage Fee (22,000,000 API calls at \$0.00450 per API call = \$99,000)	\$33,000	\$33,000	\$33,000
Less one-third of the \$13,750 signing discount	- \$4,584	- \$4,583	- \$4,583
Total Annual Payment Due	\$83,416	\$83,417	\$83,417

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
Spreadly, Inc.
300 Morris Street, Suite 400
Durham, NC 27701
USA

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

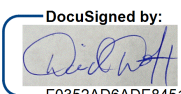
[Signatures on Next Page]

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

Spreadly, Inc.

Emerald X, LLC

By:  6793B5D8B8EC48E...

By:  E0352AD6ADE8451...

Name: Justin Benson

Name: David Doft

Title: CEO

Title: CFO

Date: 2/28/2022

Date: 2/28/2022