



# Order Form

Customer Account Name: **AppDynamics LLC**  
 Customer Designated Contact: **Kate Faherty**  
 Customer Billing Address: **303 2nd St, Ste 8  
 San Francisco, CA 94107  
 United States**  
 Customer Designated Email: **kate.faherty@appdynamics.com**  
 Customer Phone Number: **+1 (978) 319 3169**  
 Customer Reference/PO#:   
 Instance Hosting Location:

Coupa Order ID: **44440**  
 Customer Sales Contact: **Stephanie Satariano**  
 Subscription Start Date: **3/31/2020**  
 Subscription End Date: **3/30/2022**  
 Subscription Term: **24 Months**  
 Payment Method: **Invoice Upon Execution  
 Year 1 Fee, Annual in  
 Advance Thereafter**  
 Payment Terms: **Net 30**  
 Pricing Guarantee Expires: **1/31/2020**

Product Name	Description	Qty.	Total Subscription Fee
Coupa Cloud Procure-to-Pay (P2P) with Standard Invoicing	Annual Subscription to Coupa Cloud Procure-to-Pay (P2P) Bundle for the stated quantity of users, which entitles Customer to use the following Coupa applications: <ul style="list-style-type: none"> <li>• Coupa Contracts</li> <li>• Coupa Procurement</li> <li>• Coupa Invoicing</li> </ul>	300	USD 186,312.00
Coupa Cloud Procure-to-Pay (P2P) with Standard Invoicing	Annual Subscription to Coupa Cloud Procure-to-Pay (P2P) Bundle for the stated quantity of users, which entitles Customer to use the following Coupa applications: <ul style="list-style-type: none"> <li>• Coupa Contracts</li> <li>• Coupa Procurement</li> <li>• Coupa Invoicing</li> </ul>	50	Included in the Above Total
Coupa Cloud Application Platform - Base Fee	Annual subscription to the Coupa Platform, which includes <ul style="list-style-type: none"> <li>• Coupa Advantage</li> <li>• Coupa Budgets</li> <li>• Coupa Catalogs</li> <li>• Coupa Suppliers (no charge for network access for Suppliers)</li> <li>• Coupa Reports</li> <li>• Coupa Mobile</li> </ul> (if enabled, includes Supplier text message notifications by Twilio Inc. www.twilio.com)	1	Included in the Above Total
Customer Care Success Plan - Basic	Coupa Success Plan Level: "Basic" <ul style="list-style-type: none"> <li>• Maintenance, Support and Product Updates</li> <li>• Support Hours: 24x7 for Severity 1 &amp; Weekdays 8:00am to 6:00pm Severity 2/3/4</li> <li>• Initial response 1hr - Sev1 / Customer update 2hrs - Sev1 (SLTs*)</li> <li>• Five (5) delegated support contacts</li> <li>• One Test ("Sandbox") and one Production Environment</li> <li>• Infrastructure Hosting &amp; Disaster Recovery</li> </ul> * SLT: Service Level Targets	1	Included in the Above Total



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Product Name	Description	Qty.	Total Subscription Fee
Coupa Standard Flat File & API	Annual subscription for standard integrations for all the Standard Flat File and Standard API business objects in Coupa Standard formats listed on the following: <a href="https://success.coupa.com/Integrate/Technical_Documentation/API">https://success.coupa.com/Integrate/Technical_Documentation/API</a> <a href="https://success.coupa.com/Integrate/Technical_Documentation/CSV/Import">https://success.coupa.com/Integrate/Technical_Documentation/CSV/Import</a> <a href="https://success.coupa.com/Integrate/Technical_Documentation/CSV/Export">https://success.coupa.com/Integrate/Technical_Documentation/CSV/Export</a>	1	Included in the Above Total
Single Sign On (SSO) Integration (LDAP OR SAML)	Annual subscription for integration with Single Sign-On Integration (up to 1 LDAP or SAML 2.0 integration)	1	Included in the Above Total
Four Day Platform Certification Training - Single Seat	4 Day Classroom Certification Training on the Coupa Platform delivered by a Coupa University Instructor.	1	Included in the Above Total
<b>TOTAL:</b>			<b>USD 186,312.00</b>

<b>Total Year 1 Fee*:</b>	<b>USD 93,156.00</b>
<b>Total Year 2 Fee:</b>	<b>USD 93,156.00</b>
<b>Total Fee:</b>	<b>USD 186,312.00</b>

## \*Invoice Upon Execution

### Coupa Order Comments:

- The subscriptions in this Order Form shall be governed by the Master Subscription Agreement ("MSA") agreed to by and between AppDynamics LLC (formerly known as AppDynamics, Inc.) and Coupa Software, Inc. on or about March 30, 2016.
- Training fees are non-cancellable and non-refundable. Customer shall consume the purchased training within three (3) months after the Subscription Start Date as stated in this Order Form ("Consumption Deadline") and Coupa shall not be obligated to offer the purchased training after the Consumption Deadline.
- Coupa has made available standard API and flat file formats for both inbound and outbound data which Customer may use to integrate to the Coupa platform as part of the Coupa subscription. The flat files of inbound and outbound data must be placed on the Coupa provided sFTP site. For more information on the available Coupa standard API and flat file integration objects, related specifications, and answers to commonly asked integration questions, please visit <http://integrate.coupa.com>.
- Third Party Data Feeds. If Customer chooses to import third party data transactions into the Coupa cloud service in the form of requisitions, purchase orders, invoices and/or expense reports, Customer must purchase a subscription to the "Open Business Network for Third Party Systems" as set forth on an Order Form.
- Customer is entitled to store up to Seventy-Five Gigabytes (75 GBs) of structured (database records) and unstructured (documents, images, attachments) data on the Coupa system. Customer may purchase additional storage on the Coupa system in minimum ten gigabyte (10 GB) increments for an incremental annual subscription fee of USD 1,000.00 per ten gigabyte (10 GB) per year.
- The fees on this Order Form do not include any taxes and such taxes are the responsibility of Customer as stated in the MSA.
- If full payment is not received by the due date, a late payment penalty of 2% of the amount past due will be assessed.
- Upon expiration of the Subscription End Date, Customer may renew the term of this Order Form for One (1) additional Two (2) Year Subscription Term ("Renewal Term"). Coupa will cap the subscription fee rate increase for the Renewal Term to 3%, as detailed in the Renewal Term Addendum below.
- Certain applications/functions require transfer to and processing of Customer Data (including personal data) by a Coupa sub processor as indicated in the above product table and such transfer and processing shall be governed by the Data Processing Agreement agreed to by and between the parties on or about April 24, 2018
- To improve Customer's experience using Coupa products (e.g., allowing Customer to receive the latest supplier contact information), Coupa may use your supplier information and enrich that information through (i) third party data sources, (ii) machine learning algorithms and (iii) reaching out to your suppliers through multiple channels. Any supplier information that Coupa will use will be limited to supplier name, address and other contact information. Customer information will not be shared with third parties and will be subject to the confidentiality provisions in your MSA. A copy of this updated supplier information will be made available to Customer in the Coupa Supplier Portal.
- Additional Users and Services can be added during the subscription term of this Order Form for an incremental annual recurring subscription fee ("Add-On Pricing") according to the schedule below. Add-On Pricing will be prorated for the remainder of the term to co-terminate with the existing term and does not apply to Users added through material mergers, acquisition or similar transactions of Customer
  - Additional P2P Users can be added in blocks of 50 users, from 351 users to 500 users, for an incremental annual recurring subscription fee of USD 8,000.00 per block
  - Additional P2P Users can be added in blocks of 50 users, from 501 users to 700 users, for an incremental annual recurring subscription fee of USD 7,250.00 per block
  - Additional P2P Users can be added in blocks of 50 users, from 701 users to 1,000 users, for an incremental annual recurring subscription fee of USD 6,750.00 per block



# Order Form

**To Be Completed by Customer:**

Purchase orders, invoices, and related activity transacted via Coupa standard billing processes. Other methods and/or systems available upon request, provided no additional fees or use of Coupa competitor systems.

Customer Billing Address	Customer Shipping Address
<b>Street Address:</b> 303 Second Street, North Tower, Eighth Floor	<b>Street Address:</b>
<b>City:</b> San Francisco	<b>City:</b>
<b>State:</b> CA	<b>State:</b>
<b>Zip Code:</b> 94107	<b>Zip Code:</b>
<input checked="" type="checkbox"/> <b>PO Required</b> <b>PO Number:</b> _____ Send to billing@coupa.com	<input type="checkbox"/> <b>Sales Tax Exempt</b> <b>**Tax will be assessed, if required, based on the ship to address**</b> Send exemption certificate to billing@coupa.com
<b>Accounts Payable Contact:</b>	<b>Coupa Admin Contact:</b>
<b>Accounts Payable Email:</b> accountspayable@appdynamics.com	<b>Coupa Admin Email:</b>

Signature – AppDynamics LLC		Signature - Coupa Software Inc.	
<b>Signature:</b>	DocuSigned by: <i>George Karamanos</i> EADD3AC1FF0B486	<b>Signature:</b>	DocuSigned by: <i>Deborah Silberman</i> 3FCAA05313FB4B6
<b>Name:</b>	George Karamanos	<b>Name:</b>	Deborah Silberman
<b>Title:</b>	General Counsel	<b>Title:</b>	VP Global Sales Operations
<b>Date:</b>	January 27, 2020	<b>Date:</b>	January 27, 2020



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## Renewal Term Addendum

If Customer elects to renew, based on the terms herein, the renewal Subscription Term will be set out in a new Order Form mutually executed by Coupa and Customer at the time of the renewal (hereinafter, the "Renewal Term"). Customer may renew the terms of this Order Form for one (1) additional Renewal Term.

## Renewal Rate Calculation - Innovation Index Fee plus the Consumer Price Index (CPI-U)

### Customer Renewal Rate

Renewal Term (Months)	Innovation Index Fee (A)	Consumer Price Index (CPI-U)* (B)	Renewal Rate (A + B)
24	1.10%	1.90%	3%

\* Consumer Price Index for All Urban Consumers (CPI-U), established by the United States Department of Labor for All Urban Consumers, US City Average, All Items.

Coupa will cap the Renewal Rate increase applicable for the Renewal Term to the total of the Innovation Index Fee and the Consumer Price Index (CPI-U).

The Renewal Rate cap guarantee applies only (a) to the same Coupa solutions that are in the expiring Subscription Term and (b) when the renewal Order Form has the same or greater quantity of licensed subscription as accumulated in the expiring Subscription Term.

### Innovation Index Fee

The Innovation Index Fee aims to capture a fraction of the value we are continually providing our customers. Each year, Coupa averages hundreds of new, innovative features released to its customer base through three release cycles. Over Customer's Subscription Term, these new features, collectively, may enhance Customer's ability to bring more spend under management which can improve Customer's top and bottom line.

### Consumer Price Index (CPI-U) Fee

The Consumer Price Index (CPI-U) helps cover inflationary costs that erode our captured value. This fee does not address our increasing energy, storage, and other costs.