



101 2nd St #700, San Francisco, CA 94105

ORDER FORM #: Q-40302
Date: 31-Jan-2022
Offer Valid Until: 31-Jan-2022
Contract ID: O-26570

Customer Name: AppDynamics LLC**Ship To**

Address: 303 Second Street, North Tower, 8th Floor,
San Francisco, CA 94107

Bill To

Address: 303 Second Street, North Tower, 8th Floor,
San Francisco, CA 94107

Year 1 1000 Workspaces

Product	Qty	Subscription Term Start	Subscription Term End	Product Fees
Terraform Enterprise Platform Self-Serve Infrastructure Governance & Policy License* T-PR	1.00	31-Jan-2022	30-Jan-2023	USD 395,833.34
Terraform Gold Support	1.00	31-Jan-2022	30-Jan-2023	USD 79,166.67
HashiCorp Enterprise Private Classroom - 12 Seats	1.00			USD 30,000.00
Subtotal:				USD 505,000.01
One Time Discount				(USD 47,500.01)
Year 1 TOTAL:				USD 457,500.00

Year 2 1250 Workspaces

Product	Qty	Subscription Term Start	Subscription Term End	Product Fees
Terraform Enterprise Platform Self-Serve Infrastructure Governance & Policy License* T-PR	1.00	31-Jan-2023	30-Jan-2024	USD 395,833.34
Terraform Gold Support	1.00	31-Jan-2023	30-Jan-2024	USD 79,166.67
Terraform Enterprise Platform Self-Serve Infrastructure Governance & Policy License* T-PR-AD	1.00	31-Jan-2023	30-Jan-2024	USD 98,333.33
Terraform Gold Support	1.00	31-Jan-2023	30-Jan-2024	USD 19,666.67
Year 2 TOTAL:				USD 593,000.01

Year 3 1250 Workspaces

Product	Qty	Subscription Term Start	Subscription Term End	Product Fees
Terraform Enterprise Platform Self-Serve Infrastructure Governance & Policy License* T-PR	1.00	31-Jan-2024	30-Jan-2025	USD 395,833.34
Terraform Gold Support	1.00	31-Jan-2024	30-Jan-2025	USD 79,166.67
Terraform Enterprise Platform Self-Serve Infrastructure Governance & Policy License* T-PR-AD	1.00	31-Jan-2024	30-Jan-2025	USD 98,333.33
Terraform Gold Support	1.00	31-Jan-2024	30-Jan-2025	USD 19,666.67
Year 3 TOTAL:				USD 593,000.01



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Total Fees: USD 1,643,500.02

This HashiCorp Order Form (this "Order Form") is made by and between HashiCorp, Inc. ("HashiCorp") and the Customer named above and is governed by the Software License Agreement executed by and between HashiCorp and Customer's Affiliate, Cisco Systems, Inc. ("Cisco") dated July 19, 2017, as amended (the "Agreement"). By signing below, Customer agrees to be bound by the terms of the Agreement as if it were Cisco, and for the purposes of this Order Form all references to Cisco in the Agreement shall be replaced with "AppDynamics LLC". This Order Form shall be effective on the date fully executed by the parties ("Effective Date").

Pricing set forth above for the Year 1 Terraform Enterprise Software and Support reflects a one-time discount contingent on signing by January 31, 2022. After the support term of this Order Form, renewal of such subscriptions is subject to the then current list price and can be negotiated in good faith.

Baseline No Incremental Subscription

Year 1 Total USD 427,500.00

Year 2 Total USD 427,500.00

Year 3 Total USD 427,500.00*

*If Customer adds on incremental subscription in Year 2, the baseline changes for Year 3 to USD 593,000.01

Incremental Subscription

Year 2 USD 165,500.01

Year 3 USD 0

For the avoidance of doubt, each party acknowledges and agrees that Year 2 Incremental Subscription and Year 3 Incremental Subscription above constitute additional licenses. Customer may choose to not purchase Incremental Subscription by electing to Opt-Out in accordance with Additional Annual License Entitlements below ("Opt-Out"). If a customer chooses to Opt-Out of an incremental subscription in Year 2, the baseline charges will remain the same for Year 3. However, if Customer adds on an incremental subscription in Year 2, the baseline changes for Year 3 to USD 593,000.01.

For avoidance of doubt the minimum Baseline Amount is USD 1,282,500 which is captured in the Year 1, Year 2, and Year 3 price table above. Customer may choose to not purchase Incremental Subscription ("Opt-Out") in this Order Form. Furthermore, such fees are due and payable as per Fee Schedule.

Order Form Terms:

As used in this paragraph, "Baseline Amount" for each of Years 2 and 3 means the applicable License Entitlements specified in the definition of Terraform Enterprise Platform Self-Serve Infrastructure Governance & Policy License above, and the total Software and Support Services fees applicable to those Licensee Entitlements payable under this Order Form, in the prior Year hereunder. For the avoidance of doubt, the Baseline Amount shall not include onetime fees, if any, that are only payable in Year 1. Additional Annual License Entitlements. Additional annual License Entitlements beyond each year's Baseline Amount in subsequent years hereunder are considered "Incremental Subscription(s)". Customer shall have the option to opt-out of the Year 2 Incremental Subscription amount without penalty, provided that Customer notifies HashiCorp in writing between 30 and 15 days prior to the end of Year 1. Customer may also opt-out of the Year 3 Incremental Subscription amount without penalty, provided that Customer notifies HashiCorp in writing between 30 and 15 days prior to the end of Year 2. If Customer elects to opt-out of any Incremental Subscription pursuant to this paragraph, HashiCorp reserves the right to change or modify fees for incremental purchases thereafter in its sole discretion. For the avoidance of doubt, even if Customer exercises any opt-out rights described in this paragraph, Customer's minimum annual commitment under this Order Form for each of Years 2 and 3 remains equal to the Baseline Amount. However, if Customer does not opt out of Year 2, then the new Baseline Amount for both Year 2 and Year 3 shall be the "Year 2 TOTAL" shown in Table 2 and Breakdown of Charges, above.

True Up

Between sixty (60) and thirty (30) days prior to expiration of the Subscription Term, HashiCorp shall request and Customer shall report Customer's usage and deployment of the Software (using the same License Entitlement metrics as this Order Form). If Customer fails to meet the reporting requirements herein, HashiCorp may audit Customer's usage and deployment in accordance with the terms of the Agreement. If Customer's usage and deployment exceeds Customer's License Entitlements under this Order Form, then beginning on Customer's next renewal, Customer's License Entitlements and the related ongoing Software and Support Subscription fees will be increased accordingly and reflected in a new Order Form.



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*The package licensed hereunder are bundled products and may not be separated into component parts or features. Customer understands that it is responsible for licensing and paying the fees for both packages as a whole, including the Support bundled therein. In the event this Order Form is renewed, the packages must be renewed as a whole and may not be unbundled at that time either.

PRICING FOR ADDITIONAL PACKAGES. During the Initial Term only, Customer may purchase additional Terraform Enterprise Software and Support Subscriptions at the Subscription Fees set forth in the table below (under "Cisco Total Volume Discount Price (VDP) Annual USD"). Thereafter, HashiCorp reserves the right to change or modify the fees at its sole discretion.

*Although the Software license fees and Support Services fees are combined into a single line item in this table, the parties acknowledge and agree that the Support Services fees comprise twenty percent (20%) of the total net license fees for such line item.

Package Name	SKU	# Workspaces	Cisco Total Volume Discount Price (VDP) Annual USD	Cisco Total Volume Discount Price (VDP) Annual USD/ Per Workspace
Standard	T-SD	500	\$350,000	\$700
Premium	T-PR	1,000	\$475,000	\$475
Premium (+250)	T-PR & T-PR-AD	1,250	\$593,750	\$475
Premium (+500)	T-PR & T-PR-AD (qty: 2)	1,500	\$712,500	\$475
Enterprise	T-EN & T-EN-AD (qty: 2)	2,500	\$720,000	\$288
Strategic	T-ST	5,000	\$920,000	\$184
Elite	T-NG	10000	\$1,250,000	\$125

Terraform Platform and Package Unit Licensing Definitions:

Workspace

A Workspace in Terraform Enterprise is used to separate and organize infrastructure. Each individual Workspace includes a configuration file, variables, and state file. The number of Workspaces can be audited and viewed from the 'Workspace' view in Terraform Enterprise.

There is no restriction on the number of users who may access Terraform Enterprise. The number of Workspaces consumed by all users may not exceed the total number of Workspaces purchased.

Terraform Enterprise License

The licensing of Terraform Enterprise limits the number of concurrent workspaces. An organization may consume up to the number of defined concurrent Workspace entitlements for the package they purchased.

There is no restriction on the number of instances of Terraform Enterprise. HashiCorp allows for flexible deployment models: production/active, standby, and test instances. The primary restriction is the number of concurrent workspaces the customer is consuming across all instances of Terraform Enterprise.

Packages

Terraform Enterprise Platform

The Terraform Enterprise Platform provides a set of capabilities to provision infrastructure such as: VCS Connection, Workspace Management, Secure Variable, Storage, SAML for SSO, Remote runs & state, Team Management, Full API Coverage, Private Module Registry, and Clustering.

The Terraform platform usage will be restricted to number of Workspaces associated with the package purchased.

Terraform Platform Package T-PR is an annual subscription that includes 1,000 Workspaces.

Each Terraform Package Add On T-PR-AD purchased is an additional 250 Workspaces for the Terraform Platform Package T-PR.

Self-Service Infrastructure

The Terraform Self-Service Infrastructure license includes the following enterprise features: Configuration designer, and ServiceNow integration.

Governance and Policy



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The Terraform Governance and Policy license includes the following enterprise features: Sentinel, policy as code management, Cost Estimation and audit logging.

The Fee for Gold Support is 20% of the total net license fees for each Software product listed in the table above. Support Services Subscriptions are detailed at support.hashicorp.com

Hashicorp Enterprise Private Classroom. A virtual private course, HashiCorp instructor-led. The course will be offered privately and exclusively to a customer, to cover exclusive enterprise software curricula, practicum and labs for 3 days subject to change by class and scheduling to be arranged post-sale. Course agenda and prerequisites will be provided upon registration. Certificate of completion will be distributed for attendees who complete the offering. Course offering(s) expire one (1) year from the date of purchase. All sales are final and limited seats per class.

All terms and conditions are contingent upon execution of the Order Form by January 31, 2022.

The Subscription Fees are exclusive of all applicable taxes, levies, duties, VAT or GST.

The Software Subscription(s) covered by this Order Form do not commence until the applicable Start Date, even if the applicable HashiCorp Software is made available to Customer in advance.

Any different or additional terms and conditions set forth in any purchase order, confirmation, statement of work, order form, or similar form, even if signed by the parties after the date hereof, shall have no force or effect on this Order Form. This Order Form may only be amended by a written amendment signed by both parties expressly modifying the terms and conditions of this Order Form.

This Order Form is signed below by duly authorized representatives of the parties.

_____ Customer/Partner must initial HERE if Customer/Partner does NOT require a purchase order to be released before HashiCorp issues an invoice. In absence of a purchase order, Customer/Partner agrees to provide payment in full for the Total Fees as specified in this Order Form.

HASHICORP, INC.

Signature:

Print Name:

Print Title:

Date:

DocuSigned by:

Navam Welihinda

Chief Financial Officer

February 1, 2022

AppDynamics LLC

Signature:

Print Name:

Print Title:

Date:

DocuSigned by:

Om Singh

VICE PRESIDENT, FINANCE

February 1, 2022

Initials (HashiCorp, Inc.):

Initials (HashiCorp, Inc.):

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