

# **Managed Service Agreement - Sonar Software & Sunset Valley Telecom**

This Managed Service Agreement ("Agreement") is entered into March 21, 2025 ("Effective Date") by and between Sonar Software, Inc. ("Sonar") and Sunset Valley Telecom ("Customer").

1. Scope. Sonar shall provide its SaaS BSS/OSS platform, including subscriber billing, network inventory, and ticketing modules, for up to 100,000 active subscribers.
2. Term. The initial term is 24 months from the Effective Date with automatic 12-month renewals unless either party gives written notice 60 days prior to renewal.
3. Fees. Customer shall pay Sonar a monthly platform fee of \$5,000 plus \$0.12 per active subscriber.  
Invoices are due net 30.
4. Service Level. Sonar agrees to 99.9 percent monthly uptime. For each 0.1 percent below the SLA, Sonar will credit Customer 5 percent of the monthly platform fee.
5. Implementation. Sonar will complete data migration and go live within 45 calendar days of providing Customer with access to the implementation portal.
6. Support. Sonar will provide 24x7 email support and phone support between 06:00 and 18:00 Eastern Time, Monday through Friday, excluding US holidays.
7. Confidentiality. Both parties shall hold Confidential Information in strict confidence for three years following termination of this Agreement.
8. Governing Law. This Agreement is governed by the laws of the State of Delaware, USA.

IN WITNESS WHEREOF, the parties have executed this Agreement as of the Effective Date.