

# Managed Service Agreement - Sonar Software & ClearWave Internet

This Managed Service Agreement ("Agreement") is entered into February 07, 2025 ("Effective Date") by and between Sonar Software, Inc. ("Sonar") and ClearWave Internet ("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 \$3,250 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.