Annex – Scope of Professional Services

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1.   Scope of Services

1.1.   Professional Services

This document reflects the general approach and determines obligations, terms and conditions which are necessary to implement the access to Platform and to enable customers to use Platform. These terms and conditions do not represent a System Specification, but a legal contractual basis for the future common agreement upon such document. The necessity and the scope of each Project and the detailed Project steps will be separately agreed in a Project Plan based on the requirements that the Customer defines and will be separately reviewed and confirmed by both Parties.

Professional Services include following Services:

- Project kick-off on-site at Customer or remote
- Carrier onboarding
- Customizing
- Service Provider's internal testing
- Technical implementation
- Configuration of the test system
- Training of key Users on-site at Customer or remote
- Customer testing support
- Training of end Users on-site at Customer or remote
- Configuration of the live system
- Online Help
- Go-Live support
- Project management Services (alignment of meetings, organization and performance of regular teleconferences, e-mail-correspondence, etc.)

This current scope of Services was aligned and agreed between Parties in this Agreement and as set forth under System Specification and is referred to as initial scope of Professional Services (hereinafter "Initial Scope").

1.2.   Additional Project Services

The additional Project Services occur during the individual Project realization and contain additional expense of Project management outside Initial Scope such as coordination of unforeseeable events during Project (e.g. Change Request, adaptation of Project Initiation Document, new responsibilities, deadlines, etc.) and any related monitoring and supporting Services to push the Project progress forward. The scope for the additional Project Services is based on Initial Scope of Services and can amount up to of 20 % of Initial Scope.

1.3.   Implementation

Service Provider implements the access to Platform for Customer's Designated Locations within Europe as defined in System Specification. The number of and requirements for the Roll-Outs as well as the kind of the implementation to Platform in detail are set forth in System Specification. After implementation and Go-Live, Customer can start using Platform.

1.4.   Support Services

Following Services are included in Initial Scope of this Agreement, if applicable for the kind of Customer's implementation according to System Specification. Service Provider will support Customer during Implementation Phase and Go-Live.

Setup support:

- Aligning on communication channels between Customer's in-house system and Platform
- Setting up the interface connection and execution of integration tests for both systems: the test as well as the live environment
- Monitoring of the interface connection during the hyper-care phase of Project

On-going Customer support:

- Key User training prior to the test phase and Go-Live
- End User and IT support during the applicable working hours
- Follow-up on the ramp-up status against the agreed transaction volume

Carrier support:

- Sharing of documents with Carriers explaining Service Provider's solutions
- Carrier support via e-mail and telephone during the applicable working hours

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Accounting clarification:

- Setting up the correct accounting structure ensuring a seamless invoicing procedure also after the hyper-care phase

1.5.   Deliverables

Depending on the technical requirements of Customer's system environment and on Initial Scope of Services, the following can be necessary to be delivered:

System Specification	is based on the gained information and agreements jointly achieved during the workshop. Service Provider will create System Specification containing a description of the desired function of the interface to Platform and the detailed system characteristics. System Specification will be sent to Customer for written approval and acceptance before start of Project. As a result, the approved System Specification will describe all requirements of Customer and also Customer's deliverables and will form the basis for the effort estimation as well as fees for Professional Services and additional Project Services.
Project Plan	contains the Project timeline listing all the activities that need to be done during Project. Project Plan has to be confirmed by Customer in writing.
Project Initiation Document	contains a Project timeline plan listing all the activities that need to be done during Project. The Project Initiation Document has to be confirmed by Customer in writing. In addition, this document explains the relevant steps of the Communication Management Strategy (communication and escalation policy) including Carrier integration, and the Quality Management Strategy (quality and testing management) describing the software development and testing process. Project Initiation Document gives an overview about the involved Project team members and their responsibilities.
General Training Material	includes general information on how to use the different modules and functionalities of Service Provider's Platform. It is not customized to Customer's individual needs and will be provided to Customer in PDF format.
Online Help (User manual without customizing)	includes general information on how to use the different modules and functionalities of Service Provider's Platform. The Online Help can be reached within Platform in the Online Help area. Online Help gives general information and is not customized to special needs or processes of Customer.

2.   Out of scope

This Annex focuses on the implementation of the access to Platform for successful Go-Live. The providing of desired Cloud Services and associated Services is subject matter to Annex E "Scope of Cloud Services and fees", that will be agreed separately.

Extended Roll-Outs	extended Roll-Outs are not included in Initial Scope of Services in this Annex and thus charged separately
Changes or enhancements	of the agreed Initial Scope of Services or of System Specification can refer to a new functionality and/or a new module that Customer wants to implement that leads to additional effort and will be considered as a Change Request, that must be ordered by an Additional Agreement and paid separately.
Maintenance of a Carrier interface	that will be invoiced directly to Carrier based on the current prices as stipulated in the Platform User Agreement that Carrier concludes; is not included in the scope of Services of this Agreement.

Any costs which might occur for products and services provided by third-party providers, which Customer or Carrier need to pay in addition are not calculated in the scope of this Agreement and need to be considered separately.

3.   Project management

3.1.   Technical requirements

Depending on the specific in-house system of Customer, certain requirements need to be met for the successful implementation of the access to Platform. Service Provider implements the access to Platform considering the technical circumstances and requirements of Customer. This requirements for the successful performance of Professional Services are set forth in System Specification.

3.2.   Carrier onboarding

In the scope of Carrier onboarding, Service Provider carries out several actions, where applicable, as described in Annex H "Modules and Services description".

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Customer defines which of its Carriers shall be activated for the work with Customer on Platform. Customer uses the Carrier-list template only in the given template format of Service Provider. Service Provider reviews some specific legal and contractual requirements of Carriers who need to use Platform. Service Provider guides Carrier through the whole onboarding process necessary to enable Carrier to use Platform. Service Provider assists and supports Carrier before and after Go-Live for technical, accounting and contractual topics.

3.3.   Project Plan and cooperation obligation

The Project steps and the Go-Live date will be agreed between Customer and Service Provider before the beginning of implementation as set forth under Project Plan. Project Plan is an integral part of this Agreement and has to be confirmed by Customer in writing.

The following cooperation obligations of Parties and Project milestones are crucial for the success of Project.

RESPONSIBILITY OF SERVICE PROVIDER	RESPONSIBILITY OF CUSTOMER
Creation and Signing of Statement of Work	Signing of Statement of Work
Project kick-off meeting on-site at Customer or remote	Project kick-off meeting on-site at Customer or remote
Briefing Customer on Carrier readiness, phasing and other elements that affect the collaboration between Customer and Carrier	Confirming Service Provider's appraisal of Carrier readiness
Creation and handover the introduction letter for Carrier to Customer	Informing Carrier about Customer's decision to implement Platform
Creation of Project Plan, milestones and cooperation obligations	- Approval and acceptance of Project Plan as well as deadlines in writing - Designation of responsible Project manager, who is competent to give a ruling - Designation of technical contact person - Designation of Carrier onboarding contact - Informing Carrier about the steps and tasks to be taken by Carrier for successful Go-Live - Provision of test and end User list as well as corresponding roles
Reviewing of Carrier's suitability for using Platform (contractual requirements and, if applicable, specific legal requirements)	
- Availability of responsible Project manager and technical contact person for possible queries - Active participation in agreed meetings - Fulfilment of agreed timelines and tasks	- Availability of responsible Project manager and technical contact person for possible queries - Supporting Service Provider during Carrier onboarding (e.g. in the event of unclear contact data, lack of response from Carrier, lack of necessary information or if Carriers have questions or concerns relating to the collaboration with Customer) - Active participation in agreed meetings - Fulfilment of agreed timelines and tasks
Implementation of technical interface	Provision of interface information (not applicable for Manual release)
Customizing the user interface	Provision of the required user interface information
Service Provider's internal testing	Testing on Customer's in-house test system (only applicable for interfaces)
Configuration of acceptance system of Customer	Development of the productive / live system (only applicable for interfaces)
Handover of test system	Receiving of test system

RESPONSIBILITY OF SERVICE PROVIDER	RESPONSIBILITY OF CUSTOMER
Customer acceptance testing support	Creation of test data and test plan as well as allocation of test data
	Providing of required resources for Customer testing
Connectivity tests on test environment	Connectivity tests on test environment
	Provision of master data for upload in Service Provider's application
	User acceptance testing and approval of test system in writing via e-mail
Ensuring that the contractual requirements of collaboration of Carrier are met	Communicating to Carrier the information regarding Go-Live (e.g. Go-Live postponement or adjustment, or temporary suspension of Project)
Connecting Carrier to Customer's system, taking heed of limitations such as roles, scheduling units and creditor numbers	Providing to Service Provider detailed information about the restrictions affecting Carrier's connection to Customer's system
Configuration of the productive / live system	Development of the productive / live system (only applicable for interfaces)
Connectivity tests on live environment	Connectivity tests on live environment
Training of Users on-site at Customer or remote	
Carrier Go-Live support	
Customer Go-Live support	**Productive start / Go-Live**
Hyper-care support and Project closure including the retrospective call	Hyper-care and participation in the retrospective call
Supporting Carrier during hyper-care in technical, accounting and contractual topics	