

## **SAP Multi-Bank Connectivity Supplemental Terms and Conditions**

This Supplement is part of an agreement for certain SAP Cloud services between SAP and Customer and apply solely to SAP Multi-Bank Connectivity (the "Cloud Service"). Any documents referenced in this Supplement are available upon request.

### **1. DEFINITIONS**

- 1.1. **"Corporate Subscriber"** means an entity that subscribes to (a) an SAP Multi-Bank Connectivity, corporate base membership, and (b) one or more SAP Multi-Bank Connectivity, transactions (per block of 1000).
- 1.2. **"Enrich or Enrichment"** means the process of modifying Message Content by augmentation (adding a fixed definition of data based on a specific trigger), substitution (replacement of data with a pre-defined value), subtraction (elimination of specific data elements based on a specific transfer) and addition (adding specific data elements).
- 1.3. **"Financial Services Institution Subscriber"** means an entity that has subscribed to an SAP Multi-Bank Connectivity, Financial Services Institution Membership. The Financial Services Institution Subscriber may choose to subscribe to Transactions for Corporate Subscribers to use.
- 1.4. **"Connector for SAP Multi-Bank Connectivity"** means an agent used to connect the Corporate Subscriber's SAP system to the Cloud Service.
- 1.5. **"Instruction"** means a credit transfer or direct debit instruction from the Corporate Subscriber to the Financial Services Institution.
- 1.6. **"Interface Mapping Rules"** means a set of rules for enabling the communication between two participants.
- 1.7. **"Message"** means any transmission of a Status, Transaction or Report using the Cloud Service.
- 1.8. **"Message Content"** means the data contained in a Message.
- 1.9. **"Message Format"** means the format standard used for representing the Transaction, Status or Report contained in a Message.
- 1.10. **"Report"** means the form of report sent by a Financial Services Institution to a Corporate Subscriber.
- 1.11. **"Status"** means the status of Transactions.
- 1.12. **"Transaction"** is a single message initiated by a Corporate Subscriber and executed by a Financial Services Institution. A message can contain multiple line items and each line item within a message is counted, e.g. a salary payment (= 1 message) toward 10,000 employees (= 10,000 line items). Transactions are calculated in blocks of 1,000 measured by average monthly transactions in a contract year. Unused Transactions in one calendar month are not carried over into subsequent calendar months.

### **2. DESCRIPTION**

The Cloud Service is a network cloud solution that facilitates the exchange of Instructions, Status, Reports and other messages between Corporate Subscribers and financial services institutions that have an agreement between them for the exchange of such information. The Cloud Service does not create or process any underlying payment instructions. The Cloud Service provides a network intermediary function enabling:

- 2.1. Connection via protocols;
- 2.2. Message security with encryption and/or signature using security mechanisms;
- 2.3. Sending and receiving Instructions, Status, Reports or other types of messages;
- 2.4. Sending and receiving Messages that are not Enriched by using a pass-through of Messages; and
- 2.5. Monitoring and provision of status of Message flow.

### **3. GENERAL TERMS**

- 3.1. Implementation of the connection between the Cloud Service and a back-end system, at either a Corporate Subscriber or Financial Services Institution Subscriber is included in the fee for the Cloud Service. Configuration of the back-end system of a subscriber is not included in the subscription fee and requires a service project under a separate agreement.
- 3.2. SAP is not a party to any agreement between Corporate Subscribers and Financial Services Institutions, which agreement must be established separately between such parties.
- 3.3. Customer authorizes SAP to act as a network intermediary to transmit the data provided by a Corporate Subscribers to applicable Financial Services Institution and vice versa.
- 3.4. Corporate Subscribers must have subscribed to Transactions or been assigned Transactions by a Financial Services Institution Subscriber to cover their monthly volume of Transactions used.
- 3.5. The originator of any Message is solely responsible for its Message Content, including the accuracy and completeness of such Message Content.
- 3.6. Storage of ninety (90) days of data (including relevant audit data) is provided with the Cloud Service. For messages sent using the SWIFT service, storage of hundred twenty-four (124) days of data is provided in the customer tenant for messages that are bound for or from SWIFT.

### **4. MAPPING, TRANSFORMATION AND ENRICHMENT**

- 4.1. The creation, implementation within the Cloud Service, or change of any Interface Mapping Rules used to facilitate the exchange of data between Cloud Service participants are included in the fee for the Cloud Service.
- 4.2. Messages are sent via the Cloud Service without transformation or Enrichment; Customer and its counterparty are responsible for agreeing to the Message Content and Message Format of such Messages.
- 4.3. SAP will not alter Message Content provided by the Customer to the Cloud Service, unless expressly requested by the Customer and mutually agreed between the parties.
- 4.4. In defined scenarios the Cloud Service provides standardized content transformations to allow automatic processing in the connected back-end system.

### **5. CORPORATE SUBSCRIBER SERVICES**

Customer may obtain separate subscriptions for each of the items listed below:

- 5.1. SAP Multi-Bank Connectivity, corporate base membership:

Flat Fee is a fixed fee for the Cloud Service.

A Corporate Subscriber is entitled to be connected to up to five (5) Financial Services Institutions. This entitlement to connect to five (5) Financial Services Institutions will not consider connections being set up to Financial Services Institution Subscribers. It includes a test and a production tenant for the Customer and the onboarding to the Cloud Service and the connection to the nominated financial services institutions. Customer needs to nominate one back-end system which is sending and receiving messages from the cloud service. Other back-end systems can only send messages to the Cloud Service unless mutually agreed between the parties. Customer may utilize the Connector for SAP Multi-Bank Connectivity in the back-end to connect with the Cloud Service.

- 5.2. SAP Multi-Bank Connectivity, advanced connection package:

Flat Fee is a fixed fee for the Cloud Service.

A subscription to the SAP Multi-Bank Connectivity, advanced connection package in addition to the SAP Multi-Bank Connectivity, corporate base membership entitles a Corporate Subscriber to be connected to an unlimited number of financial services institutions. Additionally, the Corporate Subscriber can request an included SWIFT membership under the SWIFT Alliance Lite 2 Business Application Partner SAP. The service

includes the following SWIFT products and services: Alliance Lite 2, Messaging Services (the usage of the network-based SWIFT services (traffic) e.g. FIN, FileAct) and SWIFT set up services.

SAP reserves the right to make the usage of SWIFT mandatory in case of large number of financial services institutions. Connections to financial services institution subscribers should take precedence over SWIFT.

5.3. SAP Multi-Bank Connectivity, transactions (per block of 1000):

Transaction is any message, job, action, response, and/or task processed via the Cloud Service. For this Cloud Service, only messages at line item level, initiated by the Corporate Subscriber and executed by the Financial Services Institution, are counted.

The subscription of transactions requires an SAP Multi-Bank Connectivity, corporate base membership.

**6. FINANCIAL SERVICES INSTITUTION SUBSCRIBER SERVICE**

Customer may obtain subscriptions for the item listed below.

6.1. SAP Multi-Bank Connectivity, Financial Services Institution Membership:

Flat Fee is a fixed fee for the Cloud Service.

The SAP Multi-Bank Connectivity, Financial Services Institution Membership subscription provides the right to exchange an unlimited number of messages with the Corporate Subscribers Cloud Service and the connection to one Financial Services Institution Subscriber system incorporating one production and one non-production environment.

6.2. SAP Multi-Bank Connectivity, transactions (per block of 1000):

Transaction is any message, job, action, response, and/or task processed via the Cloud Service. For this Cloud Service, only messages at line item level, initiated by the Corporate Subscriber and executed by the Financial Services Institution, are counted.

The subscription of transactions from a Financial Services Institution Subscriber for a Corporate Subscriber is possible in case the Corporate Subscriber has a corporate base membership.