



Customer Agreement

Additional Terms Attachment

Microsoft Azure Services

The provisions of this Additional Terms Attachment are in addition to and prevail over the General Terms of the Dynamix Group Customer Agreement for sales of Microsoft Azure Services. Capitalized terms are defined in the General Terms of the Dynamix Group Customer Agreement or in Section 8 of this Attachment.

1. Azure Terms of Use

Azure Services are OEM Services provided as a Subscription under the terms of the Microsoft Customer Agreement located at <http://dynamixgroup.com/oem-terms>, as modified from time to time by Microsoft, which Customer accepts when Customer orders Azure Services.

2. Subscription Offerings

A Subscription can contain Azure Services which are purchased on one or a combination of the following offering bases:

2.1 Commitment Offering. Customer commits in advance to purchase a specific quantity of Azure Services for use during a Subscription Term and to pay upfront or on a periodic basis for continued use of the Azure Services. Commitment Offerings are billed during the Billing Cycle in which they are provisioned. At the conclusion of the Subscription Term, the Azure Services will automatically convert to a Consumption Offering basis. Commitment Offerings can be cancelled but no refunds will be given for upfront payments and remaining unbilled periodic payments for the rest of the Subscription Term will be billed as a lump sum.

2.2 Consumption Offering (also called Pay-As-You-Go). Customer agrees to pay for Azure Services on a monthly basis in arrears based upon actual usage in the preceding Billing Cycle with no upfront commitment. The Subscription Term for Consumption Offerings is one month. Consumption Offerings can be cancelled without penalty and Customer will be billed for usage prior to cancellation.

3. Estimated Charges

Azure Services quoted on a Consumption Offering basis are estimates only. Customer agrees to pay for Azure Services based upon actual usage.

3. Azure Technical Support

Customer agrees to pay for Azure Technical Support on a monthly basis, billed in advance. Azure Technical Support will continue automatically for additional one-month terms until Customer terminates Customer's Azure Subscription. Azure Technical Support may only be terminated if Customer terminates Customer's Azure Service Subscription. Azure Technical Support may be terminated without any cancellation fee.

4. Customer Responsibilities

Customer agrees to follow Dynamix's instructions to remove Dynamix's administrative privileges and access to Customer's data to ensure that Dynamix does not have access to Customer's data for any purpose.

5. Indemnification

Customer agrees to indemnify, defend and hold Dynamix and Dynamix's suppliers harmless against any third-party claim to the extent it: (a) alleges that Customer's data or non-Microsoft software hosted in Azure by Microsoft on Customer's behalf misappropriates a trade secret or directly infringes a patent, copyright, trademark, or other proprietary right of a third party; (b) alleges that Customer's use of Azure, alone or in combination with anything else, violates the Microsoft Customer Agreement, US or international law, or harms a third party; or (c) arises out of Customer's failure to remove Dynamix's administrative privileges and access to Customer's Azure customer data.

7. Modification Date

Dynamix last modified these Additional Terms on January 22, 2020.

8. Definitions

Azure is the trade name for a cloud computing service provided by the Microsoft Corporation.

Azure Services are online Microsoft-hosted Azure services (e.g. virtual machines or SQL databases).

Azure Technical Support is an OEM Service provided by Arrow ESC to assist Customer with problem determination and usage questions for Azure Services.

Billing Cycle is the month period that begins on the date of the month in which Azure Services are first provisioned under a Subscription.

Subscription is an enrollment for Azure Services for a defined Subscription Term.

Subscription Term is the duration of the authorized use of an Azure Service (e.g. one month or three years). The Subscription Term for a Consumption Offering is one month. The Subscription Term for a Commitment Offering is typically one or three years.