



ADDITIONAL TERMS AND CONDITIONS FOR TOP PERFORMANCE SOFTWARE

These additional terms and conditions together with the applicable governing agreement by deployment shall be deemed to be construed as the “Agreement”. To the extent there is any conflict between these additional terms and conditions and the applicable governing agreement, these additional terms and conditions shall govern. Capitalized terms not defined herein shall have the meaning ascribed to them in the governing agreement.

1. The following definitions shall be applicable if the Customer is using Top Performance Software as outlined in the Order Form.
“End Users” mean Customer’s full and part-time employees and consultants which shall be charged per user rate etc., as applicable, and as stated in the Order Form.
2. The Customer acknowledge and agree that the Litera retains ownership and proprietary rights on the databases, user interface, source code, object code, format of displays, modules and the programming techniques developed for and used in the Software.
3. If Customer needs a custom feature in a Software and if Litera agrees to develop such custom feature in a Software, it will be subject to additional fees.
4. **Access to Data.** Litera agrees that it shall, upon Customer’s reasonable request at any time, but not more than twice a year, during the term of this Agreement, provide to the Customer an electronic copy of all Customer Data added to the SaaS Software in a standard electronic format (i.e., .csv or .txt) at no cost to the Customer.
5. **Implementation.** This is contingent on a discussion outlining the scope of the implementation and is applicable to the extent Customer is receiving Implementation as stated in the Order Form.
6. To the extent Customer is receiving single sign-on as stated in the Order Form, the Software license requires the Customer to have experienced SSO technician available to configure to Litera’s specifications.
7. To the extent Customer is receiving HR and Time and Billing API as stated in the Order Form, Customer needs to have an experienced API applications programmer available to code to Software’s specifications.