CLASS PRICING POLICY AND DETERMING FACTORS

WHOLE FILE OR SINGLE LOCATION FILES

For each Qvinci Customer, regardless of product vertical, the Qvinci framework defines the "Company" or the "Client" as a collection or group of one or more "business reporting entities or units" (hereinafter a "Company" "Client" "Reporting Entity" or "Reporting Entities"). The Company, Client or the Reporting Entity can be in whole accounting files, such as QuickBooks Desktop or QuickBooks Online, as well as in the classes or locations contained within a QuickBooks accounting whole file .Each Reporting Entity and/or class and/or location is essentially an individual syncing business or entity. Normally, if a Reporting Entity uses "classes" or "locations" within a single QuickBooks file to record transactions, each such class or location is considered a separate Reporting Entity and billed individually by Qvinci at the single location standard rate.

QUICKBOOKS DEFINITION OF CLASSES OR LOCATIONS

QuickBooks differentiates between files, classes, and locations, but Qvinci does not. If it's a file, class, or location it is charged by Qvinci at the standard rate, unless the criteria of the Class File Accommodation set forth below are met. If it is a true class as defined below, it is charged at the discounted class rate. All others are charged at standard pricing. For example, a location would be one or more physical or virtual stores, classes would be gas, repairs, parts, electrical, and furniture within that one or more of those stores. In this example, the locations are different stores and classes are different departments within the store. **See Helpful QuickBooks Article**

CLASS FILE ACCOMODATION

As an accommodation, Qvinci has adopted the following Class Pricing Policy and Determining Factors for the Qvinci Customer's Reporting Entities that utilize classes within some, or all, of their QuickBooks accounting files. The discounted pricing for classes (not whole files or locations) for the Qvinci product is substantially reduced.

The class price shall be entered pursuant to a separate SKU provided by Qvinci that must be entered into the shopping cart of the Qvinci billing page at checkout at the Client level. Classes or locations contained in the same account with whole files are billed at the standard rate and not the discounted class rate. The class pricing is not to be used for multiple independent businesses or locations within one QuickBooks file, but for classes that represent categories, departments, persons, assets, and the like inside a QuickBooks file for a single business location. Franchises or multi-unit businesses would be a good example of Qvinci Customer that is "not" allowed in the class pricing structure, since each class is typically a separate business unit or location.

The Qvinci customer is ultimately responsible for abiding by the policy and rules when onboarding its financial files on the Qvinci Platform, but the Qvinci team will assist in the onboarding

process to help ensure that the files are onboarded and classified correctly based on the policies and determining factor rules set forth herein.

Qvinci and its Customer agree to periodically review the status of these financial files to ensure proper categorization and billing and to make any such necessary adjustments to the billing to reflect any future or past corrections required.

WARNING: **To ensure that the data derived, and reports generated, by the Qvinci solution are accurate, the client must not elect to use classes unless the client has classes inside the relevant QuickBooks file pursuant to the determining factors set forth below. If the client does not use classes correctly, but elects to sync by class, the data may not sync, and the reports may not populate correctly in the Qvinci solution.**

THE DETERMINING FACTORS AND EXAMPLES:

1. Qvinci Companies or Clients with files with classes that are not separate business units

a. If a Qvinci Customer has one or more financial files, such as QuickBooks files, and uses "classes" that do not represent separate business units or locations within each QuickBooks file, then each class shall not be considered a location or single Reporting Entity and shall be charged at the discounted class rate. All QuickBooks files in the same Client or Company must be synced by class with Qvinci. Whole files are not allowed in the same Client or Company, nor are separate business units as classes.

Example: Qvinci Customer 1 has 2 QuickBooks files, each with 4 classes representing 8 departments, categories, persons, assets, etc., and are not separate business units, locations, or Reporting Entities. Qvinci Customer 1 shall be billed for 2 entities at the Qvinci single location standard pricing per entity, plus 8 times the discounted class rate for 8 classes. Please note that Users cannot sync the full file and individual classes from the same file to the SAME Client or Company as it would introduce double accounting. This scenario requires 2 Clients or Companies in the Qvinci Customer Account, Client (or Company) A with 2 full files and 8 classes.

2. Qvinci Companies or Clients with files with classes or locations that are separate business units, such as franchise locations

a. If a Qvinci Customer has one or more QuickBooks files and uses classes or locations within each file, and the classes represent separate business units or locations, then each of such "classes" or "locations" within such QuickBooks files shall be considered a single Reporting Entity and shall be charged the Qvinci single location standard pricing per entity.

Example: Qvinci Customer 2 has 3 QuickBooks files and each of those separate QuickBooks files has 5 classes which represent separate business units or locations. Qvinci Customer 2 shall be billed for 18 single Qvinci locations at the standard pricing per entity. Please note the same issue as above. Users cannot sync the full file and individual classes from the same file to the SAME Client or Company inside Qvinci, as it would introduce double accounting. This scenario would require 2 Clients or Companies in

the Qvinci Customer Account. Client (or Company) A with the 3 full files and Client (or Company) B with the 15 classes.

3. Qvinci Companies or Clients with whole files as well as, potentially, files with classes

a. If a Qvinci Customer has multiple QuickBooks files that are not synced by class, then such QuickBooks files shall be considered single Reporting Entities and shall be charged the Qvinci single location standard pricing per entity. Additional files which are synced by class may be added to the Client or Company in Qvinci so long as those classes are not also part of a full file already synced into the Client or Company, with each class representing a single Reporting Entity, and shall be charged the Qvinci single location standard pricing per entity.

Example: Qvinci Customer 3 has 2 QuickBooks files not synced by class representing two single Reporting Entities and a third QuickBooks file with 5 classes representing 5 separate Reporting Entities or locations. This scenario requires 2 Clients or Companies in the Qvinci Customer Account, Client (or Company) A with the 2 full files at the standard full file rate and 5 class files, and Client (or Company) B with the third full file containing the classes. Qvinci Customer 3 shall be billed at for 7 entities at the Qvinci single location standard pricing per entity.