

## HMRC

### Order Form - FM -9458

This Order Form is made and entered into by and between FM:Systems:Europe Limited, ("FM:Systems") and HMRC ("Client") as of date of the last signature on this Order Form ("Order Form Effective Date"). This Order Form incorporates the terms of the agreement "*The Secretary of State for Justice (for the Benefit of the Ministry of Justice and other nominated Government Bodies) Workplace Optimisation Solution*" between the parties dated 1<sup>st</sup> February 2019 and any amendments thereto (the "agreement"). Capitalized terms used herein but not defined shall have the meanings given to such terms in the agreement. In the event of a conflict between this Order Form and the agreement, the terms of this Order Form shall prevail with respect to this Order Form only.

### 1. Summary of Fees

#### Software & Hardware - Subscription

SKU	Description	Term	Quantity	Fees
HAAS-SMRTVW-OCY-HOSTUK-G2	Gen2 UK Sensor Host	12	19	0
HAAS-SMRTVW-OCY-PC2S	Xovis People Counter	12	18	£17,100
HAAS-SMRTVW-OCY-SENSORUK-G2	Gen2 UK Occupancy Sensors	12	1,320	£130,200
HAAS-SMRTVW-OCY-WIFI	HaaS WiFi Router	12	19	£8,930
SW-FMS-INSIGHTS-STANDARD	FMS:Insights	12	-	£15,000
SW-SMRTVW-OCY-DASH	Occupancy Sensor Dashboard	12	1	0
SW-SMRTVW-OCY-PPLCTRDASH	People Counter Analytics Dashboard	12	18	0
<b>Total Subscription Fees</b>				<b>£171,230</b>

#### Services & Other One Time Fees:

SKU	Description	Term	Quantity	Fees
PS-SENSOR-INSTALL	Sensor Installation	-	1	£8,500
<b>Total Services &amp; Other One-time Fees</b>				<b>£8,500</b>

**TOTAL FEES:** **£179,730**

### 2. Subscription Term

The Subscription Term of the Subscriptions will begin on the Order Form Effective Date and continue for the Term identified above

### 3. Payment Terms

- Total subscription fees will be invoiced Annually starting on the Order Form Effective Date.
- Total Perpetual License Fees are invoiced upon the Order Form Effective Date.
- Total Services & Other One Time Fees are invoiced upon the Order Form Effective Date
- Subscription Software & Other Subscription Fees for Renewal Terms shall not increase more than **0%** compared to the then previous annual term.
- Services & Other One Time Fees must be utilized within 12 months of the Order Form Effective Date.

**4. Quote Expiration Date:**

This quote is valid until March 05, 2022.

**Signed by:****for and on behalf of: FM:Systems****Name:** Kurt von Koch**Job Title:** Chief Executive Officer**Date:** December 06, 2021**Signed by:**

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*Michelle Walker*  
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**for and on behalf of: HMRC****Name:** michelle walker**Job Title:** Commercial Senior Manager**Date:**  
24 February 2022