

Schedule 1 Annex 3: Milestones

| Milestone          | Due Date                        | Payment £ | Milestone Acceptance                                                                                                                                                                                                                                                                                                                                 | Delay payments apply? | % Milestone price at Risk | £ Milestone at Risk (M) |
|--------------------|---------------------------------|-----------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|---------------------------|-------------------------|
| Outline BOM Issued | 24 <sup>th</sup> July 2017      | REDACTED  | Acceptance of the milestone shall be provided by the Buyer on Acceptance of the following Deliverables:<br><ul style="list-style-type: none"> <li>D13 Outline BOM</li> </ul>                                                                                                                                                                         | No                    |                           |                         |
| Discovery Complete | 11 <sup>th</sup> August 2017    | REDACTED  | Acceptance of the milestone shall be provided by the Buyer on Acceptance of the following Deliverable<br><ul style="list-style-type: none"> <li>D3 Discovery Report</li> </ul>                                                                                                                                                                       | Yes                   | REDACTED                  | REDACTED                |
| HLD Complete       | 29 <sup>th</sup> September 2017 | REDACTED  | Acceptance of the milestone shall be provided by the Buyer on Acceptance of the following Deliverable:<br><ul style="list-style-type: none"> <li>D4 high level design</li> </ul>                                                                                                                                                                     | Yes                   | REDACTED                  | REDACTED                |
| AMD's Accepted     | 27 <sup>th</sup> October 2017   | REDACTED  | Acceptance of the milestone shall be provided by the Buyer on Acceptance of the following Deliverable:<br><ul style="list-style-type: none"> <li>D5.1 CS2 application migration document</li> <li>D5.2 – NTC Application Migration Document</li> <li>D5.3 – NOL Application Migration Document</li> <li>D5.4 – BMSR Application Migration</li> </ul> | Yes                   | REDACTED                  | REDACTED                |

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|---------------------------------|--------------------------------|-----------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|---------------------------|-------------------------|
|                                 |                                |           | Document                                                                                                                                                                                                                                                                                                                                                |                       |                           |                         |
| Migration Dry Run Complete      | 14 <sup>th</sup> November 2017 | REDACTED  | Acceptance of the milestone shall be provided by the Buyer on Acceptance of the following Deliverables: <ul style="list-style-type: none"> <li>• D6 – Test Strategy</li> <li>• D7 – Test Plan for the Dry Run</li> <li>• D8 – Test Reports for the Dry Run</li> <li>• D9 – Cut Over and Migration Plans</li> <li>• D10 – Implementation Plan</li> </ul> | Yes                   | REDACTED                  | REDACTED                |
| CS2 Migration Complete          | 23 <sup>th</sup> November 2017 | REDACTED  | Acceptance of the milestone shall be provided by the Buyer Acceptance of the following Deliverables: <ul style="list-style-type: none"> <li>• D11.1 CS2 implementation and completion report</li> </ul>                                                                                                                                                 | Yes                   | REDACTED                  | REDACTED                |
| Migration Complete & Accepted   | 13 <sup>th</sup> December 2017 | REDACTED  | Acceptance of the milestone shall be provided by the Buyer on Acceptance of the following Deliverable: <ul style="list-style-type: none"> <li>• D11.2 NOL, NTC, BMSR Implementation Completion Reports</li> </ul>                                                                                                                                       | Yes                   | REDACTED                  | REDACTED                |
| PIS Complete and Profit at Risk | 19 <sup>th</sup> December 2017 | REDACTED  | Acceptance of the milestone shall be provided by the Buyer on Acceptance of the following Deliverables: <ul style="list-style-type: none"> <li>• D12.1 CS2 post implementation reports</li> </ul>                                                                                                                                                       | No                    | REDACTED                  | REDACTED                |

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|-----------|----------|-----------|----------------------------------------------------------------------------------------------------|-----------------------|---------------------------|-------------------------|
|           |          |           | <ul style="list-style-type: none"> <li>D12.2 NOL, NTC, BMSR Post Implementation reports</li> </ul> |                       |                           |                         |

All prices above exclude VAT

"Missed Milestone" shall mean any milestone set out in the table above that is not Accepted by the Due Date solely due to Supplier delay.

**1. Delay Payments Calculation**

1.1. The Supplier shall notify the Buyer of a Missed Milestone in writing providing the following:

- 1.1.1. Reason for the Missed Milestones
- 1.1.2. Any actions being taken to remedy the delay
- 1.1.3. Outline of the potential impact upon the project plan set out in Annex 1 to Schedule 1

1.2. The parties agree that the first seven days (week) following a Missed Milestone shall be used by the Supplier to remedy the delay during which time the Supplier shall not incur and the Buyer shall not be entitled to a delay payment.

1.3. In the event that a Milestone is not Accepted by its 'due date' the following calculation shall determine the delay payment that the Buyer may claim in respect of that Missed Milestone:

$$\text{Missed Milestone delay payment} = M \times D$$

Where:

M = 'Milestone Payment Amount' for the relevant milestone as set out in the table above

D = the delay multiplier percentage calculated based on the period of Missed Milestone delay that is solely due to Supplier delay and shall be calculated as follows:

| Supplier delay period                                     | Value of 'D' |
|-----------------------------------------------------------|--------------|
| Less than or equal to one week                            | REDACTED     |
| Greater than one week and less than or equal to two weeks | REDACTED     |

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|                                                              |          |
|--------------------------------------------------------------|----------|
| Greater than two week and less than or equal to three weeks  | REDACTED |
| Greater than three week and less than or equal to four weeks | REDACTED |
| Greater than four weeks                                      | REDACTED |

For the avoidance of doubt the value of 'D' shall be the absolute value for the relevant period of Supplier delay and not a cumulative value.