

SUPPLEMENTAL TERMS FOR MIRAKL SALES HOUSE



These terms govern Customer's access to and use of Mirakl Sales House and are made supplemental to the agreement between Mirakl and Customer (the "Agreement") governing Customer's access to and use of the Mirakl Customer Support Services. All capitalized terms not defined herein shall have the meaning ascribed to them in the General Terms and Conditions or, if applicable, in an Order Form.

1. DEFINITIONS

<u>Advertiser</u>	means the Sellers or other third parties displaying ads on the Customer Platform.
<u>Customer Platform</u>	means an online e-commerce platform operated by Customer for its own business needs through which Sellers can sell products and/or services to end-customers.
<u>Seller</u>	means a third-party individual or legal entity who may offer and sell products and/or services on the Customer Platform.

2. MIRAKL SALES HOUSE DESCRIPTION

The services provided by Mirakl as part of Customer's subscription to Mirakl Sales House are described under Appendix 1 hereto.

Customer agrees and acknowledges that Mirakl may only provide such services if the following conditions are met:

- Customer shall cooperate with Mirakl and ensure that all stakeholders (employees, sub-contractors, Sellers, service providers, etc.) also cooperate and provide all necessary information for Mirakl to perform the services; and
- Customer shall introduce the Mirakl teams to the Advertisers. Customer will ensure to obtain the Advertisers' consent to allow Mirakl to contact them for commercial prospecting purposes, as part of the services.

All services provided by Mirakl are carried out in the name of, on behalf of, and under the supervision and responsibility of Customer.

Customer grants Mirakl exclusive rights to sell its advertising spaces to the Advertisers listed in the Order Form, for the entire duration of said Order Form.

To monitor the performance of the services and to update the terms described (in particular in the "Management and strategy" section of Appendix 1), the Parties may meet at a frequency to be defined by mutual agreement, through a committee comprising representatives of each Party with decision-making powers. Mirakl will draw up regular reports of the services' performance that will be provided to Customer for review and approval. Unless Customer makes a written comment within fifteen (15) days of receiving each report, its content will be deemed to be approved.

3. SUBCONTRACTING

Notwithstanding anything to the contrary in the Agreement, Customer agrees that Mirakl may subcontract the provision of advertising management services, subject to Mirakl's sole discretion. In such case, Mirakl remains responsible for any breach of the Agreement by its subcontractors.

APPENDIX 1

The services provided by Mirakl as part of Customer's subscription to Mirakl Sales House consist of:

1) Management and strategy.

- Build an action plan and scenarios with the help of Customer.
- Establish estimated revenue objectives and validate them with Customer.
- Analyse organic and sponsored sales trends provided by Customer to create sales pitches in line with Customer's instructions and seasonal events.
- Build a dashboard of Customer's overall advertising activity, provided Customer submits the necessary information to Mirakl.

2) Sales.

- Organize meetings with Advertisers to present the agency's services and discuss how collaboration could meet their needs. Negotiate the conditions for the provision of services, in particular prices, in accordance with Customer's instructions.
- Monitor Advertisers and identify new collaboration opportunities.
- Set up the Advertisers' campaigns according to Customer's instructions, who is responsible for obtaining the necessary instructions and authorizations from the Advertisers. In the absence of instructions from Customer, said campaigns will, when relevant, be configured by Mirakl based on algorithmic formulas.

3) Management.

- Support and assist the implementation of strategies designed to enable Customer to optimize the revenue linked to its advertising spaces (optimization of the cost per click, better products, better distribution of marketing campaigns).
- Create dashboards to present ad performance to the Advertisers.
- Assist the analysis of the turnover of Customer's marketing products linked to advertising management services.