

Digital Contracting Services Schedule
MeridianLink Lenders

1. **Digital Contracting**

- a. **Service Description.** Digital Contracting, among other things, is designed to (i) provide the capability for Digital Contracting Dealers to access electronically certain Contracts and certain Ancillary Forms selected by Client pursuant to the Digital Contracting and Vaulting Addendum entered into by and between Dealertrack and the applicable Client (the “**Addendum**”), (ii) provide Digital Contracting Dealers the ability to complete Contracts and Ancillary Forms using Dealertrack’s standard input screens, (iii) provide a process by which Data for the Contracts and Ancillary Forms inputted by a Digital Contracting Dealer using Dealertrack’s Digital Contracting standard input screens can be verified against Client’s parameters and rules, alerting the Digital Contracting Dealer of potential errors, and (iv) give such Digital Contracting Dealers the capability to: (A) access, process, and electronically affix the Digital Contracting Dealer’s and applicable buyer(s)’ signatures to such Contracts through the use of touchscreen mobile devices or other approved interfaces, as determined by Dealertrack, and electronically transmit the Signed Contract to Client via Vaulting, or (B) print the final Contract and Ancillary Forms for “wet ink” signature. Subject to the Parties completing their respective obligations under the Addendum, Digital Contracting, for purposes of the Addendum and pricing considerations therein, will be designed to interface with the Client Computer so that Client can (1) receive (x) certain Data inputted by a Digital Contracting Dealer into Dealertrack’s Digital Contracting standard input screens, (y) Signed Contracts (via Vaulting), and (z) Contracts and Ancillary Forms submitted through the Credit Application Portal by Digital Contracting Dealers, and (2) communicate an acceptance of the Signed Contracts and other standard messages through the Credit Application Portal to the applicable Digital Contracting Dealers.
- b. **Setup.** Base configuration includes project management, forms configuration, front-end rules development, and quality assurance work necessary for deployment of the basic features and functionality of the Digital Contracting platform outlined in Attachment 1 attached hereto.
- c. **Digital Contracting Transaction.** “**Transaction**” means the acceptance by Client of a single Contract from a Digital Contracting Dealer via the Credit Application Portal.

2. **Vaulting.**

Service Description. Vaulting is designed to (i) serve as a storage, access, and control transfer system for Signed Contracts, (ii) provide the Client with secure off-site storage of the Signed Contracts (or non-authoritative copies thereof) in the Vault, and (iii) provide the Client with the option to export any Signed Contract to a paper original. Vaulting is designed to allow the Client to have secure access to Signed Contracts through the use of Credentials assigned to Client. Vaulting is also designed to facilitate the transfer of control of Signed Contracts to Client and certain other third parties that utilize the Credit Application Portal.

3. **Custom Development Work.** If additional development work is required to support non-standard configuration or business rules, Client and Dealertrack will work together in good faith to determine the scope of the additional development work.

Attachment 1
Digital Contracting Base
Configuration

The Digital Contracting base configuration will be validated by the completion of a lender launch kit prior to beginning the implementation project and typically includes the following:

<u>Feature</u>	<u>Configuration</u>
Support for retail loans on motor vehicles in all 50 states	Standard
Support for Applicant, Co-Applicant, Business, Business with Co-Applicant Contracts	Standard
Use of LAW Retail Contracts (Standard Form Contracts)	Standard
Spot Delivery capability	Standard
Standard pre-submit validation rules	Standard
Use of Dealertrack's standard interface and XML for integration	Standard
Configuration of Client within the Dealertrack hosted Vaulting solution	Standard
Use of Dealertrack Ancillary Forms	Standard