

VINSOLUTIONS CRM

ADDITIONAL TERMS AND CONDITIONS

Product Descriptions: VinSolutions' CRM is the customer relationship management solution offered by VinSolutions on an application service provider (ASP) basis, which includes various modules, as indicated on the Order Form, to assist Customer with its client experience.

Additional Terms and Conditions:

1. Definitions.

- (a) ***“Inventory Data”*** means information relevant to new and used vehicles available for sale or lease in Customer's inventory or certain other vehicles Customer may acquire, including, but not limited to, VIN, vehicle description (e.g., trim, specifications, mileage), price, and any photographs.
- (b) ***“Performance Data”*** means information relevant to leads, transactions, and other consumer interactions in connection with Customer's business operations and/or relating to Customer's marketing efforts.

2. Data Rights.

- (a) Inventory Data. Customer acknowledges that the VinSolutions CRM requires VinSolutions, its Affiliates and/or Third Party service providers to access, store and manage Customer's Inventory Data. Customer agrees that VinSolutions, its Affiliates and/or Third Party service providers may access Customer's DMS to acquire Inventory Data for use for purposes of providing the VinSolutions CRM. Inventory Data shall be deemed to be Customer Data.
- (b) Performance Data. Performance Data shall be deemed to be Customer Data.

3. Overage Charges. Customer may be subject to overage charges in connection with the usage of Customer's "KnowMe" account, MMS, text messaging, or cellular data plans in connection with Customer's use of applicable modules of the VinSolutions CRM. If Customer exceeds the monthly usage limits set forth in the Order Form, Customer will automatically be enrolled in the next highest product package for the month in which the overage occurs. All fees associated with the next highest product package will be applied as overage fees for that particular month and invoiced to Customer. Overage charges will be applied on a month-to-month basis and will not automatically enroll Customer in any level of product package beyond the month in which the overage charges were incurred.