



Service Levels and Escalation Process

1. INTRODUCTION

This section sets forth the Service Levels that SPS is required to meet or exceed in performing certain of the Services during the Term and the Escalation Process.

2. SERVICE LEVELS

2.1 Data Processing Times

SPS has committed to a monthly average document processing time of 20 minutes. The document processing time is measured from the point that an input file is acquired to the time that it is packaged for its final destination.

An acquired document is one that has been received on the communications server and can be parsed by SPS applications to determine document type, sender and receiver. If the acquired document is valid, meaning it conforms to the structure and business rules defined in the transformation engine, it will continue through the designated processing route. If the processing is successful, the document will be packaged per the trading partner requirements – i.e. enveloped EDI, XML, etc. If the acquired document is invalid, it will be handled according to defined exception processes as specified in Section 2.3 Error Identification and Resolution.

Clarifications & Conditions

There are many factors that may delay data processing. These factors include, but are not limited to, abnormally large batches of data, invalid or unexpected data types, missing or invalid trading partnership information. These factors would render a document or batch of documents as invalid and could result in processing times outside of the service level goals.

2.2 Data Center Availability

SPS manages the production environment to 99.9% data center availability, on a monthly average basis. The production environment includes the communications server, EDI translator, data transformation engine, web servers and database that host the Trading Partner Integration service. Availability of these systems is measured exclusive of scheduled maintenance and causes beyond the control of SPS Commerce (i.e. Telco outages, VAN outages, force majeure, etc.) Each mission critical system in the production environment has a backup in case of failure. More detailed information regarding system backup and fail-over capabilities is contained in SPS' Disaster Recovery Plan. Details of the plan are available upon request.

SPS may provide monthly reports upon Customer request. If, at any time such service level falls below the levels documented above for two (2) consecutive calendar months, SPS will pursue an aggressive course of action to resolve the performance issues. The timeframe for resolution will be mutually agreed upon, taking into account time required for any hardware acquisition, software development and implementation.

2.3 Error Identification and Resolution

SPS Commerce is committed to providing timely identification and resolution of data related errors. Each production application is configured to generate a trouble ticket for data that has not processed successfully. The tickets created at the application level and by the agents are internal tickets. Ninety percent (90%) of these tickets are closed within



48 hours and 99.75% of these tickets are closed within 72 hours. A ticket is considered closed once the error has been resolved. In some cases, tickets can be closed without any action required from the customer. When action by the customer is required, SPS will contact the customer and provide background information on the error and the actions necessary for resolution.

2.4 Failure to Perform.

2.4.1 A "Service Level Default" shall be deemed to occur with respect to a Service Level if SPS fails to meet the applicable level of performance for such Service Level during the corresponding Measurement Period.

2.4.2 For any Service Level Default:

2.4.2.1 SPS shall promptly: (A) investigate, assemble and preserve pertinent information with respect to, and report on the causes of, the problem, including performing a root cause analysis of the problem; (B) advise Customer, as and to the extent requested by Customer, of the status of remedial efforts being undertaken with respect to such problem; (C) minimize the impact of and correct the problem and begin meeting the Service Level; and (D) take appropriate preventive measures so that the problem does not recur.

2.4.2.2 Where the Services are performed incorrectly, SPS will correct any incorrect output that resulted from the problem, including re-performing the Services without additional charge or cost to Customer, even if doing so consumes what would be otherwise chargeable resources.



3 ESCALATION PROCESS

SPS Commerce has a documented escalation process for production support issues based on a priority scale as defined below.

Priority Scale	Description	Response Expectation	Escalation Path
CRITICAL	Designates a problem that impacts the entire customer population or an entire customer base for a single program.	Immediate <ul style="list-style-type: none"> Response from SPS Issue Owner Within 4 Business Hours: <ul style="list-style-type: none"> Time to resolution communicated Workaround Identified Resolution / Closure 	Immediate <ul style="list-style-type: none"> Customer Operations contact 4 Business Hours <ul style="list-style-type: none"> Manager Director VP
HIGH	Services are available but may be impacted for a segment of the customer population. Service request is time sensitive and generally has other dependencies attached to them.	Within 0 – 4 Business Hours <ul style="list-style-type: none"> Response from SPS Issue Owner Within 8 Business Hours: <ul style="list-style-type: none"> Update with estimated time to resolution Workaround Identified Resolution / Closure 	8 Business Hours <ul style="list-style-type: none"> Customer Operations contact 12 Business Hours <ul style="list-style-type: none"> Manager Director
MEDIUM	Service issues which impact a specific vendor or a small portion of the vendor base.	Within 0 – 4 Business Hours <ul style="list-style-type: none"> Response from SPS Issue Owner Within 12 Business Hours: <ul style="list-style-type: none"> Update with estimated time to resolution Workaround Identified Resolution / Closure 	24 Business Hours <ul style="list-style-type: none"> Customer Operations contact
LOW	Generally billing inquiries, requests to change account information or enhancements.	Within 0 – 4 Business Hours <ul style="list-style-type: none"> Response from SPS Issue Owner Within 24 Business Hours <ul style="list-style-type: none"> Update with estimated time to resolution Workaround Identified Resolution / Closure 	24 Business Hours <ul style="list-style-type: none"> Customer Operations contact

Business hours are 7AM to 7PM US Central time, Monday - Friday.