



1. GICS SERVICE THIRD PARTY DATA TERMS.

1.1 GICS Service (“**GICS Service**”) is provided by Morgan Stanley Capital International Inc. (MSCI) and Standard and Poor’s (S&P).

1.2 Client acknowledges that the Global Classification Industry Standard (“**GICS**”) provided as a part of the GICS Services was developed by and is the exclusive property of MSCI and S&P. GICS is a service mark of MSCI and S&P and has been licensed for use by FIS. Client agrees that with respect to its use of GICS, Client shall abide by the terms and conditions of the pricing services provisions contained in this Order (the “**Pricing Services Terms**”) and that with respect to the Pricing Services Terms, the GICS shall be deemed to be included within its definition of “**Data**.” Client shall not use or permit use of the GICS to create any securities products or indices based on the GICS, or any portion thereof. Client represents that it will not: (i) alter, modify or adapt any component of the GICS including, but not limited to, translating, decompiling, disassembling, reverse engineering or creating derivative works; or (ii) use the GICS to verify the accuracy of other data or to correct such other data; or (iii) resell or otherwise transfer for make the GICS, or any part or component thereof, available to any other person or organization (including, without limitation, Client’s present and future parents, subsidiaries or affiliates) directly or indirectly, except as otherwise permitted in the Pricing Services Terms. Client further agrees that MSCI and S&P shall each be a third-party beneficiary under the Pricing Services Terms entitled to enforce all provisions of the Pricing Services Terms relating to the GICS.

1.3 Client agrees to defend, indemnify and hold harmless MSCI and S&P and its affiliates from and against any cost, loss, damage, liability and expense (including reasonable attorneys’ fees) arising out of any claim made by a third party against MSCI, S&P or their affiliates arising out of or relating to the GICS used or received by Client, including any data, report, analysis or other materials based on the GICS. Neither MSCI nor S&P shall be liable for any claim or demand against Client by a third party relating to the GICS used or received by Client.