



## 1. GLOBETAX THIRD-PARTY TERMS.

1.1 Global Tax Services (“**GlobeTax Service**”) is provided by Globe Tax Services, Inc. (“**GlobeTax**”). Acknowledging that there is an element of judgement in the performance of the Globe Tax Service provided by GlobeTax, it is acknowledged and agree that GlobeTax will use its reasonable efforts to so perform the GlobeTax Services. GlobeTax and FIS will have no liability with respect to, and will not be obligated to indemnify or hold harmless, Client or any of its affiliates or any of their respective directors, officers, employees, or other duly appointed representatives from or against any cost, loss, expense, damage or liability arising directly or indirectly out of or otherwise in respect of the performance of the GlobeTax Services, except to the extent arising from GlobeTax’s gross negligence or willful misconduct. In no event whatsoever will GlobeTax or FIS be liable to Client for special, punitive, or consequential damages nor loss of profit, revenue, prospective advantage nor for any amount in excess of the fees paid by client hereunder during the year immediately preceding the incident giving rise to any claimed liability hereunder. It is further acknowledged that GlobeTax is performing solely for and at the direction of Client and that Client will indemnify, defend and hold GlobeTax and FIS harmless for any claims of any beneficial owner of the securities with respect to which GlobeTax performs the GlobeTax Services, except the extent that GlobeTax would be liable to Client under the first two sentences of this provision. Acknowledging that GlobeTax may rely on the information that Client provides to GlobeTax in connection herewith, Client warrants the accuracy of information provided in connection herewith and will indemnify GlobeTax for any liability that GlobeTax may incur as a result of Client providing incorrect information to GlobeTax. To the extent required by FIS’ agreement with GlobeTax, GlobeTax is a third-party beneficiary to the Agreement with respect to the enforcement of the terms and conditions applicable to the GlobeTax Service.