

Acoustic Marketing Cloud Messaging

Acoustic Marketing Cloud SMS and WhatsApp provide the capability to send and receive messages via SMS/MMS and via group messaging channel WhatsApp. This Service Description describes the Acoustic Marketing Cloud Messaging SaaS Products referred to as Acoustic Marketing Cloud SMS and Acoustic Marketing Cloud WhatsApp. The applicable Order provides pricing and additional details. Terms not defined in this Service Description have the meaning given elsewhere in the Agreement.

1. Acoustic Marketing Cloud SMS

1.1. Overview

All SMS capabilities described in this Service Description extend to MMS provided that the long code is from the US or Canada. All of the codes that Acoustic Marketing Cloud supports for SMS can be enabled with MMS for outgoing messages.

Acoustic Marketing Cloud SMS provides the following capabilities:

- Ability to support one-way SMS messaging in 220 countries using an Alpha Sender ID or Numeric Sender ID (the Numeric Sender ID option is specific to India).
- Ability to support two-way SMS messaging in 100 countries using a SMS short or long code.
- Ability to support sending MMS messages with incorporated media (US and Canada only).
- MMS images can be of type GIF, JPEG, JPG, PNG with a maximum size limit of 5 MB.
- Other MMS media can be of type vCard, PDF, BMP, MP4, MPEG. The maximum size limit of non-image media is 0.6 MB.
- User interface to build templates and messages to be used for business and user-initiated conversations.
- SMS transactional report to view all sent and received SMS messages and SMS traffic summary report for all Customers using an Acoustic-provided gateway.
- Ability to send SMS messages from third-party systems by leveraging the Acoustic Marketing Cloud SMS APIs.
- Use of the Acoustic Marketing Cloud SMS query builder to identify or filter users who performed one or more of the following SMS events: interacted with an SMS program; been sent a message from SMS program; clicked a link in SMS; received delivery status; and interacted with a multi-step program.
- Support URL tracking and shortening, including custom domains.
- Leverage Acoustic Marketing Cloud SMS to trigger SMS messages.
- Support file-based send for bulk Acoustic Marketing Cloud for Customer in the event Customer is integrating with Karix SMS gateway.

1.2. Acoustic Marketing Cloud SMS Code Offerings

Customer may select from the following available offerings of Acoustic Marketing Cloud SMS:

1.2.1. Dedicated Long Code

Acoustic Marketing Cloud SMS Dedicated Long Code provides Customer with a standard, up to 16-digit telephone number, owned by Acoustic and used exclusively by Customer for sending text messages to and receiving text messages from mobile messaging devices in an entitled country.

In the United States, a Dedicated Long Code is a 10DLC. Toll-free numbers are available but not recommended for marketing purposes.

1.2.2. Dedicated Short Code

Acoustic Marketing Cloud SMS Dedicated Short Code provides Customer with a shortened telephone number used exclusively by Customer for sending to and/or receiving text messages from mobile messaging devices in an entitled country.

1.2.2.1. Free to End-User

Acoustic Marketing Cloud Free to End-User (FTEU) provides Customer with a dedicated short code for sending two-way messages without the end user incurring charges from their mobile carrier for sending and receiving messages. The availability of the FTEU feature for short codes depends on the country.

1.2.3. Sender ID

Acoustic Marketing Cloud Sender ID allows Customer to send one-way SMS messages in an entitled country using a friendly alphanumeric sender. This doesn't require a long or a short code unless Customer expects their end users to be able to reply.

Acoustic Marketing Cloud Sender ID is supported in a specific set of countries, and depending on the country it might require registration of the Sender ID. In case registration isn't required, then a single Sender ID may be used by one or more company. Acoustic disclaims any liability resulting from Customer's use of a Sender ID.

1.2.4. Acoustic Marketing Cloud SMS SMPP Code

Acoustic Marketing Cloud SMS SMPP Code enables Customer to send one-way and two-way SMS messages using its own or its local SMS provider's gateway with a code procured directly with the gateway.

1.3. Acoustic Marketing Cloud SMS Message Volume

Acoustic Marketing Cloud SMS Message Volume counts both outgoing messages (Mobile Terminated) and incoming messages (Mobile Originated).

It provides standard rate text messages for each SMS that was:

- sent through Acoustic Marketing Cloud SMS and then handed off to a wireless operator for attempted delivery to a mobile messaging device
- originated from a mobile messaging device through a wireless operator and received into the Acoustic Marketing Cloud SMS application.

Any mobile terminated (“MT”) SMS messages consisting of more than 160 7-bit characters will automatically be split into multiple messages of 160 7-bit characters or less by Acoustic and Customer will be billed for each message. In case of message text contains unicode character(s), any MT SMS message consisting of more than 70 16-bit characters will automatically be split into multiple messages of 67 16-bit characters or less by Acoustic and Customer will be billed for each message.

The message volume offerings include:

- Acoustic Marketing Cloud SMS Dedicated Long Code
- Acoustic Marketing Cloud SMS Dedicated Short Code
- Acoustic Marketing Cloud SMS Sender ID
- Acoustic Marketing Cloud SMS SMPP Code

Acoustic Marketing Cloud SMS Message Volume consists of multiple offerings specific to the country where the message terminates.

Each time a message with attached Media (MMS) is delivered to the gateway it will consume 5 SMS volume units. The type of the attachment and the code used to deliver the MMS message do not affect volume count.

1.4. Professional Services

The following set-up services for SMS are provided:

1.4.1. Acoustic Marketing Cloud SMS Onboarding Services

Acoustic Marketing Cloud SMS Onboarding Services provide onboarding consulting services supporting set up activities for SMS dedicated short code subscriptions that require mobile carrier approval or Customers who desire a more robust onboarding regardless of code type. Acoustic Marketing Cloud SMS Onboarding Services are designed for implementations that incorporate up to two dedicated short codes provisioned by Acoustic and up to two language delivery set ups for SMS campaigns that require carrier approval. This remotely delivered service offering provides up to twelve scheduled, one-hour meetings, delivered within a six-month period from the start of the Engagement (professional and/or training services related to Acoustic Marketing Cloud SMS). This service is required for all new customers that purchase a dedicated short code with an Acoustic Marketing Cloud SMS subscription.

A consultant will guide Customer through the SMS implementation process for Acoustic Marketing Cloud SMS in two phases. In the first phase, the consultant will assist Customer in going through the required documentation processes and SMS program build work required for mobile carrier testing for dedicated code approval and code procurement (if applicable). The second phase will include onboarding topics such as mobile database enablement, completing SMS integration, SMS within web forms to capture SMS consent opt-in, legal disclaimer guidance when capturing SMS consent, all SMS programs available,

segmenting to the SMS channel, and SMS within automated programs. Optionally, the Acoustic consultant can provide basic recommendations to send transactional SMS messages via API.

1.4.1. Acoustic Marketing Cloud Automaton SMS Light Onboarding Services

Acoustic Marketing Cloud Automaton SMS Light Onboarding Services provide onboarding consulting services supporting set up activities for shared codes, one-way messages leveraging Sender ID codes, one dedicated long code provisioned by Acoustic, or any code(s) provisioned and supplied by Customer's own gateway partner. Acoustic Marketing Cloud Automaton SMS Light Onboarding Services are designed for implementations with a maximum of two shared codes or two Sender IDs supported through the carrier approval process and up to two language delivery set ups for SMS campaigns requiring carrier approval. This remotely delivered service offering provides up to six scheduled, one-hour meetings, delivered within a 90-day period from the start of the Engagement. Acoustic Marketing Cloud Automaton SMS Light Onboarding Services are required for all new SMS customers that purchase a Sender ID shared code, or a dedicated long code with an Acoustic Campaign SMS subscription. Onboarding topics include mobile database enablement, completing SMS integration, leveraging SMS within web forms to capture SMS consent opt-in, legal disclaimer guidance when capturing SMS consent, all SMS programs available, segmenting to the SMS channel, and SMS within automated programs. Optionally, the Acoustic consultant can provide basic recommendations to send transactional SMS messages via API.

2. Acoustic Marketing Cloud WhatsApp

2.1. Overview

WhatsApp provides the following capabilities:

- Ability to support two-way WhatsApp messaging in all WhatsApp allowed countries.
- Each WhatsApp message can have up to 1600 characters.
- Each WhatsApp template message can have buttons of type call-to-action (dial a number or visit a website), and quick reply.
- The text for each button has a limit of 20 characters.
- Ability to support sending media of type GIF, JPEG, JPG, PNG with a maximum size limit of 5 MB.
- Other supported media can be of type vCard, PDF, BMP, MP4, MPEG. The maximum size limit of non-image media is 0.6 MB.
- User interface to build templates and messages to be used for business and user-initiated conversations.
- WhatsApp transactional report to view all sent and received WhatsApp messages and WhatsApp traffic summary report for all Customers using the Acoustic-provided gateway.
- Ability to send WhatsApp messages from third-party systems by leveraging the Acoustic Marketing Cloud APIs.
- Use the Acoustic Marketing Cloud WhatsApp query builder to identify or filter users who performed one or more of the following WhatsApp events: interacted with a WhatsApp program; been sent a message from a WhatsApp program; clicked a link in WhatsApp; received delivery status.
- Support URL tracking and shortening, including custom domains.

2.2. WhatsApp code offerings

To enable WhatsApp messages, Customer is required to have a code. WhatsApp supports the following types of codes:

- Local (landline)
- Dedicated long code (Mobile)

The Customer can choose to purchase a long code from Acoustic or to bring in their own.

2.2.1. Procuring a code with Acoustic

Acoustic can provide Customers with a long code. Acoustic Marketing Cloud WhatsApp Long Code provides Customer with a standard, up to 16-digit, telephone number which will be owned by Acoustic and used by Customer solely for sending WhatsApp messages to and receiving WhatsApp messages from messaging devices.

2.2.2. Bring Your Own Number (BYON)

To use BYON, the number should meet all of the following criteria:

- Be a valid phone number
- Be owned by the Customer
- It has a country and area code (such as landline and cell numbers)
- Be able to receive voice calls or SMS
- It is not a short code or Alphanumeric Sender ID

2.3. Acoustic Marketing Cloud WhatsApp Volume

Acoustic Marketing Cloud breaks out the WhatsApp volume in two categories:

- Volume of opened conversations
- Message volume

2.3.1. Conversations

A Conversation is a 24-hour active session window between the Customer and the end user and is classified depending on who initiated the conversation.

- User-initiated: A conversation that initiates in response to a user message. Customer can send free-form messages within this 24-hour window. The conversation is considered as open if Customer responds to the user within the 24 hours after a message was sent.
- Customer-initiated: A conversation that initiates from a Customer sending a user a message outside the 24 hour window. Messages that initiate a Customer-initiated conversation will require a WhatsApp message template.

2.3.2. Messages

Aside from the conversation volume is the WhatsApp Digital Message volume. This is a standard message rate across all countries. Messages sent through Acoustic Marketing Cloud are handed off to a WhatsApp provider for attempted delivery to an opted-in recipient. Every message sent or received from or to a WhatsApp enabled code will count towards the WhatsApp Digital Messages volume entitlement.

2.4. Professional Services

The following set-up services for WhatsApp are provided:

2.4.1. Acoustic Marketing Cloud WhatsApp Onboarding Services

This service provides onboarding consulting services supporting set up activities for group messaging within the Acoustic Marketing Cloud platform and using WhatsApp as a communication channel. This remotely delivered service offering provides up to 20 hours of consulting through email, phone appointments, and other required tasks on behalf of our customer, which must be delivered within a 180-day period from the start of the Engagement. This service is required for all new Customers with an

Acoustic Marketing Cloud Campaign subscription and access to the group messaging module leveraging WhatsApp.

A consultant will guide customer through the WhatsApp channel onboarding process for the Acoustic Marketing Cloud in two phases.

Phase 1:

- Welcome email
- Introduction to onboarding
- Provisioning & WhatsApp Application support
- User login support

Phase 2:

- Training and Enablement sessions (Acoustic Org Settings, Program Review, Webforms and Landing Pages, Send Experience, Automated Programs, WhatsApp Testing, Introduction to Reporting)
- 3 topics of customer’s choice from the list of standard onboarding topics

3. Service Level Agreement

Acoustic provides the Customer with the following availability service level agreement (SLA). Acoustic will apply the highest applicable compensation based on the cumulative availability of the SaaS Products as shown in the table below. The availability percentage is calculated as the total number of minutes in a contracted month, minus the total number of minutes of Service Down in the contracted month, divided by the total number of minutes in the contracted month. The Service Down definition, the claim process and how to contact Acoustic regarding service availability issues are in Acoustic’s SaaS Products support handbook at acoustic.com/acoustic-terms.

Availability	Credit (% of monthly subscription fee*)
Less than 99.95%	2%
Less than 99.0%	5%
Less than 98.0%	10%
Less than 97.0%	20%

- The subscription fee is the contracted price for the month which is subject to the claim.

4. Charges

4.1. Charge Metrics for Acoustic Marketing Cloud Messaging

The following Charge Metrics apply to Acoustic Marketing Cloud Messaging:

- SMS Digital Message means an occurrence of an SMS sent to an SMS gateway or received from it. This charge metric is tied to a type of code which the Customer will use and the entitlement country to which they are going to be sending SMS messages.
- Depending on the country of the acquired code and on the type of SMS selected, marketing interactions could be used as an alternative to account for SMS messages (instead of SMS Digital Messages). This applies using an SMS to Marketing Interactions ratio in the following cases:
 - Customers sending SMS messages with a United States dedicated short code (either random or vanity) will have each SMS message sent or received counts as 20 Marketing Interactions.
 - Customers sending SMS messages with a United States 10-digit long code (10DLC), will have each SMS message sent or received count as 15 Marketing Interactions.
 - Customers sending SMS messages with an independent SMS gateway (regardless of the country) will have each SMS message sent or received count as 1 Marketing Interaction.
- SMS International Message means an occurrence of an SMS sent to an SMS gateway for attempted delivery outside of the entitlement country. Mobile Messaging Partners will make commercially reasonable attempts to deliver SMS international messages. Customer will be invoiced for those messages that are not successfully delivered or that are delivered using a code different from Customer's subscription.
- WhatsApp Digital Message means an occurrence of a WhatsApp sent to the Acoustic Marketing Cloud WhatsApp provider or received from it.
- WhatsApp User-Initiated Conversation means on occurrence of a WhatsApp conversation initiated by the end user. This is a pay per use charge.
- WhatsApp Business-Initiated Conversation means on occurrence of a WhatsApp conversation initiated by Customer. This is a pay per use charge.

4.2. Pay Per Use Charges

A pay per use charge will be billed at the rate specified in the Agreement in the month following such use. The following pay per use charges are applicable within the Acoustic Marketing Cloud Messaging offering:

- WhatsApp User-Initiated Conversations
- Business-Initiated Conversations
- SMS International Messages

5. Additional Terms

5.1. Messaging Partner Fee Changes or Corrections

Acoustic Marketing Cloud Messaging relies on third party providers to send Digital Messages. These third-party providers include major wireless operators, mobile network and/or application providers (collectively, "Messaging Partners").

Solely if and to the extent necessary in response to the Messaging Partners' right to increase pricing or fees at any time, the Unit Price charged to Customer for overages and new volume purchases of SMS Messages pursuant to the Agreement as set forth above shall also be increased to take account of the new increased cost of SMS Messages to Acoustic. Acoustic will notify Customer of any fee increase(s) as soon as commercially possible, and the price increase(s) to Customer will go into effect immediately upon

being effectuated by the applicable third party provider(s). Where Customer has pre-purchased a volume of SMS Messages pursuant to the Agreement (the “**Volume Bundle**”) and the applicable third party provider exercises its right to increase pricing or fees, Acoustic will reduce the remaining unused SMS Messages available to Customer within the Volume Bundle accordingly to take account of the new increased cost of SMS Messages to Acoustic. Acoustic will notify Customer of any such reduction as soon as reasonably possible after it receives a notice thereof from the applicable third party provider, and the reduction in SMS Messages available to Customer within the Volume Bundle will go into effect immediately upon going into effect by the applicable third party provider. Customer will not be entitled to any refund, credit or other compensation related to such reduction in SMS Messages available to Customer within the Volume Bundle.

In the event of a billing error by a Messaging Partner, Acoustic may invoice Customer for under-billed Digital Messages.

5.2. Messaging Partner Policy Changes

Acoustic Marketing Cloud Messaging relies on the Messaging Partners' policies supporting the types of Digital Messages that may be sent in an entitled country. If a Messaging Partner modifies its policy in a manner that impacts the cost of Customer's purchased SaaS Products, then Acoustic may pass through the increased cost from the Messaging Partner. If a Messaging Partner modifies its policy in a manner that prohibits Acoustic from being able to fulfill its obligations under the contract using the code type ordered by Customer, Acoustic may continue to provide Acoustic Marketing Cloud Messaging offering using an alternative code type and Acoustic may pass through the increased cost of the alternative code type from the Messaging Partner.

5.3. Provisioning or Migration of a Code

Acoustic, on behalf of Customer, will acquire/migrate a code to be used as a part of the Acoustic Marketing Cloud Messaging offering. Acoustic provides standard code management services on behalf of Customer that include notifying and processing code renewal on behalf of Customer.

Specifically, for short codes, wireless operators typically take 8-12 weeks to activate/migrate a Short Code after the completed activation/migration form(s) are submitted to the wireless operator. Actual time may vary and is at the sole discretion of the wireless operator. Any updates needing activation/migration form(s) will restart the provisioning period.

Customer will be charged as documented in the Quote once Acoustic notifies Customer of its access to Acoustic Marketing Cloud Messaging. Completed activation or migration of a code does not start Customer's subscription.

5.4. Opt-in Management

Customer will not use any contact lists with Acoustic Marketing Cloud SMS that include persons who have not given permission to be included on such list for the purpose of receiving communications specifically from the Customer unless the Customer has an existing business or personal relationship with such persons. Use of lists or data generated through affiliate marketing practices is expressly prohibited in all cases.

Customer is required to include a valid opt-out mechanism in each message. Customer's listing on or blocking by any email industry monitoring organization or Internet Service Provider, including but not limited to Spamhaus, CloudMark, SpamCop, or Barracuda, will be considered a material breach of the Agreement.

5.5. Overage Charges

If actual usage of Acoustic Marketing Cloud Messaging during the measurement period exceeds the entitlement specified in the Quote, Customer will be charged for the overage as specified in the Agreement.

For a SaaS Product with a Digital Message Charge Metric, Acoustic will invoice Customer based upon the selected billing frequency for the Digital Message entitlements Customer orders. Actual usage will be metered and overage charges will be due if actual message usage exceeds the total number of entitled messages in aggregate for up to 12 monthly measurement periods during the subscription period.

Customer will be invoiced in arrears for overage charges each month, at the overage rate specified in the Quote, once the total aggregate has been reached. Such overage charges are due in addition to the base monthly entitlement charge.

If the subscription period stated on the Quote is greater than 12 months, the aggregate total number of entitlements will be based on 12 monthly measuring periods. The aggregate total will reset to zero after the 12th monthly measuring period. Overage charges for the next 12 monthly measuring periods will not be due until the actual message usage exceeds the total number of entitled messages in aggregate for such 12 monthly measurement periods.

If a subscription period is less than 12 months or less than 12 monthly periods remain in a subscription period as stated on the Quote, the number of monthly entitlements remaining in a subscription will be used for the total number of entitled messages in aggregate.

For Customers leveraging ramp periods, each period is treated in the same manner as the subscription period and the same principles apply.

Example 1:

Customer has a 12 month subscription period as stated on the Quote and has acquired one million Digital Messages per month. If Customer sends more than 12 million Digital Messages before the end of the 12 month subscription period, Customer will be invoiced the following month for the quantity in excess and all usage in the coming months will be billed in arrears till the end of the subscription period.

Example 2:

Customer has a 3 year subscription period and has acquired one million Digital Messages per month. If Customer sends more than 12 million messages before the end of the first 12 month period, Customer will be invoiced the following month for the quantity in excess and all usage until the end of the 12 month period. At the end of each 12 month period, the usage count will reset. If Customer sends more than 12 million Digital Messages before the end of the next 12 month period, Customer will be invoiced

the following month for the quantity in excess and all usage in the coming months will be billed in arrears until either the usage count is reset or the end of the remaining subscription period.

6. Customer Obligations

6.1. General

Customer agrees that:

1. Its use of Acoustic Marketing Cloud SMS is in compliance with all applicable rules, regulations, directives, statements, codes of practice, industry guidelines, and applicable marketing cloud application form commitments made during the provisioning process relative to use of Acoustic Marketing Cloud SMS services, including (as applicable), but not limited to Mobile Marketing Associations Consumers best practices guidelines, Cellular Telecommunications & Internet Association (CTIA) guidelines and agreements, and telephone carrier content and use standards (available upon request).
2. Its use of Acoustic Marketing Cloud WhatsApp is in compliance with all applicable rules, regulations, directives, statements, codes of practice, industry guidelines, and applicable Marketing Cloud application form commitments made during the provisioning process relative to use of Acoustic Marketing Cloud SMS services, including (as applicable), but not limited to WhatsApp's Terms of Service and WhatsApp Brand Guidelines.

6.2. Information and Independencies:

Acoustic will not:

1. Allow Customer to access information and systems that are normally within Acoustic's exclusive control;
2. Review or approve the content of Customer's messages;
3. Provide Customer with contact lists, customer lists, telephone numbers, or any other information regarding actual or potential recipients of Customer's messages;
4. Investigate telephone numbers to determine its ownership, use, or validity;
5. Dial telephone numbers; or
6. Monitor Customer's compliance with applicable industry guidelines and applicable Marketing Cloud application form commitments made during the provisioning process.

Customer will not allow Acoustic to:

1. Access information and systems that are normally within Customer's exclusive control;
2. Approve the content of Customer's messages;
3. Review or approve any of Customer's contact lists, customer lists, telephone numbers, or any other information regarding actual or potential recipients of Customer's messages; or
4. Investigate telephone numbers to determine its ownership, use, or validity.

6.3. ISO Certifications Customer Obligations

Acoustic Marketing Cloud SMS does not provide an annual ISO 27001 Certification due to sub-processing dependencies on Messaging Partners.