

Medius Pay

Additional Terms and Conditions

These Terms were last updated on 13 July 2023.

Payment Modalities

Standard Payment Modalities:	Description	Services Included in Medius Pay Checks:	Services NOT Included in Medius Pay Checks:
Standard Check Transaction Print & Mail	Check payments approved by the customer by cut off times* to be mailed the following business day to a domestic address via First-Class Mail.	<ul style="list-style-type: none"> •Standard domestic secure check stock •MICR certified printing •Standard Double Window Security Tint Envelope (#10 White) •Up to 3 sheets of plain bright white paper simplex single sided printing attachments (e.g. 8 1/2 x 11" 24#) •Barcode/Sort/Presort/Present for domestic acceptance/delivery •Standard fold and document insertion •First Class presorted domestic postage •Data processing •Online viewing of check image •Electronic remittance available for suppliers registered to view information via portal 	<ul style="list-style-type: none"> •Additional processing / insertion / paper / printing for attachments over 3 pages •Expanded envelope sizing for additional attachment pages (e.g. 6x9" or 9x12") •Non-domestic check stock •Non-domestic postage •Flat Rate Shipping •Set up/processing for additional check stock •Expedited processing/preparation services •Expedited/rush delivery postage via FedEx or other provider •Special Check Extraction/Redirect/Pull Request •Address verification including standardization or change of address •Any additional changes not listed such as form modifications, digital signatures, logos or other items that impact the printing and mailing of checks
Standard Check Attachments	A standard letter sized document.	Up to 3 pages provided by the customer that will be printed and mailed with a check payment to a supplier.	Additional pages provided by the customer to be printed & mailed with a check payment to a supplier.
Bulk Check Attachments	A standard letter sized document.	Up to 10 pages provided by the customer that will be printed and mailed with a check payment to a supplier. Bulk Check Attachments require larger envelopes and may incur bulk mail postage rates.	Additional pages provided by the customer to be printed & mailed with a check payment to a supplier.
Standard Wire Transfer Transaction Processing	Wire Transfer includes domestic and International Wire Instructions approved by the customer by cut off times* sent to the customer's bank for fund distribution processing.	<ul style="list-style-type: none"> •Secure transmission of Wire standardized format with Customer's bank (e.g.ISO 20022 or FedWire) •Electronic remittance delivery via email for suppliers registered to receive information 	<ul style="list-style-type: none"> •Any additional changes not listed such as bank processing, account modification or other items that impact transmission within a standardized format
Standard ACH Transaction Processing	ACH transaction processing includes ACH Instructions approved by the customer by cut off times* sent to the customer's bank for fund distribution processing.	<ul style="list-style-type: none"> •Secure transmission of ACH standardized format with Customer's bank (e.g.ISO 20022 or NACHA) •Electronic remittance delivery via email for suppliers registered to receive information 	<ul style="list-style-type: none"> •Any additional changes not listed such as bank processing, account modification or other items that impact transmission within a standardized format
Standard Positive Pay Transaction Processing	Positive Pay transaction processing includes Positive Pay Instructions approved by the customer as part of Check Transactions by cut off times* sent to the customer's bank to enhance fraud protection.	<ul style="list-style-type: none"> •Secure transmission of positive pay standardized format with Customer's bank as requested by Customer 	<ul style="list-style-type: none"> •Any additional changes not listed such as bank processing, account modification or other items that impact transmission within a standardized format
Virtual Card Transaction Processing	Virtual Card transaction processing includes instructions approved by the	<ul style="list-style-type: none"> •Secure transmission of virtual card standardized format to virtual card provider •Electronic virtual card and remittance 	<ul style="list-style-type: none"> •Any additional changes not listed such as bank processing, account modification or



	customer as part of payment patch processing cut off times* sent to our Virtual Card partner for card issuing.	delivery via email for suppliers registered to receive information	other items that impact transmission within a standardized format
<p>* NOTE: Cut off times are dependent on Customer's bank and other providers. During implementation, Medius will work with Customer to confirm cut off times for successful transmission and delivery.</p>			

General

- Medius will maintain a secure transfer connectivity with Customer’s financial institution(s) for payment transactions.
- It is Customer's responsibility to facilitate banking relationship introductions with Medius to ensure bank connectivity integration.
- Customer must promptly update Medius regarding any bank or account changes because Medius Pay connects directly with Customer’s bank.
- Any additional changes including form modifications, digital signatures or logos will incur additional costs for time and materials.
- Medius will provide remittance information availability to suppliers via an online portal.

Customer Responsibilities for Supplier Campaigning

- Customer agrees to assist in supplier campaigning activities for facilitating to virtual card and other digital payment mechanisms. These activities include providing contact information for suppliers including specific names, phone numbers, email addresses or other data for contacting suppliers.
- In addition, Customer agrees to provide specific information regarding account numbers, billing data and copies of previous invoices or remittance information for suppliers.
- Customer agrees to not interfere with campaigns and agrees to allow Medius or partners to directly contact and engage with suppliers on Customer’s behalf to enroll suppliers in payment digitization programs via virtual credit cards or other payment modalities.
- Customer agrees that all suppliers are open for campaigning and if it is determined that there are specific suppliers that the Customer wishes to no longer campaign, Customer acknowledges that its dividend may be reduced or canceled.
- Customer agrees to contact suppliers if requested to verify and facilitate identity of Medius or partners to ensure campaign enrollment.

Dividend

- Eligibility is after the first full quarter following a successful campaign (e.g., for a campaign in May (Q2), the first quarterly dividend would be paid as soon as practicable after the close of Q3), provided that v-card payments are live.
- Adjusted and paid quarterly in arrears during the month following the eligible quarter, and are subject to retroactive full-year adjustment.
- Payments made will be automatically adjusted up or down if greater than 10% deviation from targeted annual v-card payment volume.

Credit Terms for Virtual Cards (Daily Pay/Daily Bill, etc.)

- Medius Pay enables Customer to pay suppliers utilizing Virtual Credit Cards. As suppliers receive and process Virtual Credit Cards for payment, payments are made on Customer’s behalf. Customer acknowledges that Medius or its partners may assess service fees. Customer agrees to apply for and facilitate credit in order to allow for issuing of Virtual Credit Cards to pay its suppliers. Customer agrees to provide financial statements and other necessary documents



in order to obtain credit. Should Customer be denied for credit or unable to obtain information to apply, Customer agrees to fund and prepay an account for the payment of its Virtual Credit Cards for its suppliers. Further, Customer agrees to continuously monitor and facilitate the funding necessary for this account to stay current with Virtual Credit Card payments to Customer's suppliers.

- Credit terms will include a "Daily Bill/Daily Pay" option that indicates Customer will be billed daily based on Virtual Credit Card transactions processed for that day, and Customer agrees that the bill will be paid that day through automatic withdrawal from Customer's bank account.

