

October 2021 - January 2022 Partner Promotion Terms

These Partner Promotion Terms (the “Terms”) contain the terms and conditions of the October 2021 - January 2022 Partner Promotion (the “Promotion”) offered by OnPay, Inc. (“OnPay”).

Accounting firms or bookkeepers that are members of OnPay’s Partner Program (each, a “Partner”) and that add five or more New Clients to the OnPay payroll platform (the “Platform”) between October 1, 2021 and January 31, 2022 (the “Promotion Period”) are eligible to participate in the Promotion.

Subject to the following, each Partner will receive a one-time, \$200 bonus for every New Client, up to a maximum of \$10,000.

A “New Client” is a client of a Partner that (i) enrolls as an organization affiliated with the Partner’s OnPay account during the promotion period, (ii) runs one or more payrolls with a check date of January 31, 2022 or earlier, and (iii) has not previously been a client of OnPay.

The payroll account that is used to pay employees of any Partner will not be credited as a New Client.

Bonuses may be awarded as either a payout or as a billing credit, subject to the following:

- **To redeem the bonus as a credit:** New Clients must run at least one or more payrolls by January 31, 2022. The earned bonus will be applied to the Partner account as a billing credit.
- **To redeem the bonus as a payout:** New Clients must run payroll for at least two months. Payouts will be made by either check or ACH payment within 30 days of March 31, 2022.

OnPay may terminate these Terms and/or the Promotion or modify the Terms and/or the Promotion for any reason and at any time, at OnPay’s sole discretion, without notice. OnPay reserves the right to declare a New Client ineligible for the Promotion if OnPay determines that Partner has violated the terms of the Promotion.

Nothing in these Terms is meant to alter or update any incentives, discounts, or commissions that are also available to Partners under the OnPay Partner Program Terms.