KEYLOOP (SOUTH EAST ASIA) PTE. LTD.
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PRODUCT SPECIFICATION

Autoline Drive
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1. GENERAL

This Product Specification constitutes an integral part of the Agreement entered into between Keyloop and Client with respect to Keyloop Software and Services, and shall apply to Autoline Drive to be provided by Keyloop to Client ("**Autoline Drive**"). Autoline Drive is provided on a Software-as-a-Service (SaaS) basis as further detailed below. Capitalized term used herein but not defined shall have the meanings as defined in the Keyloop Standard Terms and Conditions for Software License and Services.

2. PROVISION OF SOFTWARE AS A SERVICE

2.1. Autoline Drive includes the following for the duration of the Agreement:

(a) a licence to use Autoline Drive - which is Keyloop Software for the purposes of the Agreement - in accordance with the Keyloop Standard Terms and Conditions for Software License and Services;

(b) support and maintenance services for Autoline Drive in accordance with the Support and Maintenance Services Product Specification as varied by paragraph 3 below; and

(c) hosting services for Autoline Drive in accordance with the Hardware Service Provision (HSP) for Autoline Drive Product Specification.

2.2. In some cases, elements of Autoline Drive will be itemised separately on the Quotation but form part of the same Product for the purposes of the Agreement.

3. PRODUCT LIFECYCLE POLICY

3.1. The Support & Maintenance Services for Autoline Drive include the development of new Releases from time to time.

3.2. In order to maintain a high standard of reliability, Keyloop encourages the adoption of the Current Release by all Clients. Client agrees to ensure that at all times it is using either the Current Release of the applicable Version of Autoline Drive, or the immediately preceding Release. Keyloop may suspend or withdraw provision of Support & Maintenance Services in relation to Older Releases.

3.3. No additional licence fee is payable for new Releases of the Version of Autoline Drive specified in the Quotation. In circumstances where implementation of a new Release can be effected remotely (including by means of Keyloop's online training tools) without a requirement for Keyloop personnel to attend at Client site, no charges will be payable by Client for implementation of the new Release. In circumstances where onsite presence by Keyloop personnel at Client site is technically required or is requested by Client for the implementation of a new Release, such Services will be chargeable at the rate agreed by the Parties or at Keyloop's then current rate.

4. AUTOLINE DRIVE FUNCTIONALITY

4.1. Vehicle Sales

This module contains a suite of tools to manage vehicle sales and stocking, which also covers showroom operations such as sales administration, stock control and accounting for new and used vehicles.

This enables the following high level business processes: customer enquiry management and associated sales activities; creating vehicles sales orders, invoices and recording payment; controlling the part-exchange valuation and purchase; reporting on sales activity and performance; management of vehicle stock inventory including valuation, orders and payments.

4.2. CRM (Customer Relationship Management)

This module contains a suite of tools to manage the storage, management and segmentation of customer, prospect and vehicle data records. It also covers some inbound and outbound communications tools that allow dealers to gather their customer feedback or promote the dealer services to their customers.

This enables the following high level business processes: customer database management including de-duplication and data quality tools; customer satisfaction survey recording and reporting; complaint management and exception handling; recording of customer activity history for DMS transactions and user created events; supports for production of customer communications using email; supports for SMS and printed media; loyalty information management; creation and management of customer contact tasks for DMS users.

4.3. Service Desk

This module assists with the management of service desk operations, including booking in repair orders, allocating loan vehicles and invoicing customers.

This enables the following high level business processes: creation of repair orders with parts and labour prices; production of repair order estimates and invoices; allocation of appropriate internal and external repair costs; management of customers' requirements for dealer assisted transportation; maintenance of vehicle service history.

4.4. Workshop Management

This module assists with the planning, control and management of workshop capacity, technician activity and reporting of performance.

This enables the following high level business processes: creation and maintenance of available capacity for workshop technicians including absences; booking of repair order activity to technicians; management of technician activities and repair order progress; recording of technician time and attendance for productive and non-productive activity and subsequent performance reporting.

4.5. **Parts**

This module assists with the management of parts sales, stocking and purchasing.

This enables the following high level business processes: categorisation of stock items using a range of classifications and locations; valuation of stock items; ordering of required stock based on demand; management of general warehouse operations as stock receipt, stock picking, stock checking, stock transfers; creation of parts orders and any despatch requirements; movement of stock between branch locations; analysis of stock performance by classification.

4.6. **Accounting**

This module assists with the accounting requirements of automotive dealerships in the relevant territory. It enables views of the financial position of businesses, departments and cost centres.

This enables the following high level business processes: management accounting such as chart of accounts maintenance, account reconciliation, and tax reporting; financial accounting such as document entry; cash management and period end reconciliation; accounts receivables including payment terms and credit control; accounts payables including receipt verification, authorisation and settlement terms.

4.7. **Management Information**

To assist dealer business process management, Autoline Drive has a report generator toolset and standard reports to help analyse historic and current dealer performance.

This enables the following high level management information processes: quick access to standard reports across the modules for measurement and monitoring exceptions; ability to create and adapt dealer specific reports (general management information reports and KPI reports); production of management information in a variety of display formats; export to industry standards, e.g. CSV, Microsoft excel, HTML, RTF; supports for distribution of reports using email.

4.8. **Print Manager**

Keyloop Print Manager will be provided in accordance with the Keyloop Print Manager product specifications.

5. **EXCLUDED MATERIAL AND OEM-SPECIFIC VERSIONS**

The standard Autoline Drive does not include additional Modules or Interfaces other than those provided in paragraph 4 hereof. Any additional Modules or Interfaces will be specified in the relevant Quotation and will be provided subject to the terms of the relevant product specification.

Where the Quotation specifies a Version of Autoline Drive that is specific to a named vehicle manufacturer (OEM) certain Interfaces, additional Modules and Products may be included as part of the single Product. Such Interfaces or Modules will be provided subject to the terms of the relevant product specification. An OEM-specific Version of the Product may be used only for End Users whose work is predominantly attributable to the franchise(s) of the named OEM.

6. **UPGRADING CLIENTS**

Where Client is contracting for Autoline Drive as an upgrade from an existing Keyloop DMS (such as Autoline Revision 8), the following provisions shall apply:

6.1. Client's existing licence to use its current Keyloop DMS and any ODBC connector shall automatically terminate in respect of the relevant number of End Users upon the installation of Autoline Drive at the relevant Client site;

6.2. For Clients who have an existing contract for Keyloop Print Manager, such existing contract shall be terminated early in respect of the relevant number of End Users as those End Users are upgraded to Autoline Drive, and Keyloop Print Manager shall be provided to Client for those End Users as part of Autoline Drive pursuant to this Product Specification and the product specifications for Keyloop Print Manager respectively; and

6.3. For Clients who have an existing contract for HSP for their existing Keyloop DMS, such existing contract shall be terminated early in respect of the relevant number of End Users as those End Users are upgraded to Autoline Drive, and HSP shall be provided to Client for such upgraded End Users as part of Autoline Drive pursuant to this Product Specification and the HSP Product Specification for Autoline Drive.

7. **DEFINITIONS**

Current Release: at any time means the latest Release of Autoline Drive that is made generally available for licensing by Keyloop in the relevant territory at that time.

Interface: Software code that connects Keyloop Software to third party data or a third party software application.

Module: a distinct and separate element of functionality to Autoline Drive.

Older Release: any Release of Autoline Drive other than the current Release and the most recent prior Release.

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