

DIR-TSO-4271 APPENDIX D
CENTURYLINK® LOYAL ADVANTAGE® AGREEMENT

1. General; Definitions. Capitalized terms not defined in this Exhibit are defined in the Agreement. CenturyLink QCC will provide Conferencing Service ("Service") under the terms of Contract DIR-TSO-4271 and this Service Exhibit.

"Net Rate" is in lieu of all other rates, discounts, and promotions.

"Pricing Attachment" means Appendix C to Contract DIR-TSO-4271 containing rates specific to the Service and is incorporated by reference and made a part of this Service Exhibit.

2. Service.

2.1 Description. This Service enables customers to conduct telephone conferences with multiple parties in multiple locations. Service includes Reservationless, Passcode, Operator Assisted, Event, and CenturyLink Web Conferencing. Customer has access to CenturyLink's Service and support 24 hours a day 7 days a week. CenturyLink provides Service both domestically and internationally from select equipment locations.

2.2 Types.

(a) Reservationless. On-demand audio conferencing product that is available to moderators and participants 24 hours a day, 7 days a week, 365 days a year, without a reservation. Moderators are provided a dedicated dial-in number and passcodes. Moderators open and close their own calls. Reservationless service is limited to 300 participant lines.

(b) Reservationless GlobalMeet Audio. For international moderators or domestic calls with international participants requiring Reservationless services that include local access numbers (LDD) and international toll free (ITF) numbers in countries around the globe. GlobalMeet Reservationless service is limited to 300 participant lines. LoCall numbers are non-geographic numbers within a country. LoCall numbers can be dialed from any location within a country, including fixed and mobile lines.

(c) CenturyLink Web Conferencing. An online meeting service that enables real-time interaction and sharing of data over the Web by moderators and participants during a conference. CenturyLink Web Conferencing is integrated with Reservationless Audio, and can also be used as a stand-alone product. CenturyLink Web Conferencing is limited to 125 participant lines.

(d) Passcode. A moderator must reserve a Passcode audio conference. The call is opened automatically when the moderator enters the passcode. Passcode service is limited to 300 participant lines.

(e) Operator Assisted. A moderator must reserve an Operator Assisted audio conference. The call is opened by an operator. The operator then leaves the conference and is available upon request by touch tone command. Recommended capacity is up to 50 lines. Larger capacity is possible, though not recommended because all lines in conference are live/not muted.

(f) Event Auditorium. An audio call that must be reserved and requires passcode entry. After passcode is entered, the participant is placed into conference. The call is monitored by an operator who attends the entire conference. All participant lines are muted. Audio Q&A is available and managed by the operator. Event Auditorium is limited to 4,000 participants.

(g) Event. An audio call that must be reserved. Participants are answered by a live operator. The call is monitored by an operator who attends the entire conference. Call capacity may be thousands of participants. All participant lines are muted. Audio Q&A is available and managed by the operator.

(h) Bridge. Equipment that mixes multiple audio inputs and feeds back composite audio to each station after removing the individual station's input. This equipment may also be called a mix-minus audio system.

2.3 Access Descriptions. CenturyLink provides a number of domestic and international access arrangements to bridging services. Access to/from bridging equipment located in the 48 contiguous U.S. states. Access locations include all U.S. states and territories and Canada.

(a) Toll – A moderator or participant may access any call by dialing the assigned toll number. The moderator or participant will incur any applicable transport charges.

(b) Toll-free - A moderator or participant may access a call where toll-free access is available. The moderator will incur the applicable toll-free charges. Toll-free access is available from the United States, the U.S. territories, and Canada.

(c) Local Access - In-Country Local Access is a non-North American toll number assigned to a specific country and bridge intended to provide local access to participants within the specific country. Some countries may not accept new orders and some may not accept portability orders.

(d) ITFS - A toll-free number dialed from a particular country, and terminating in the United States. Each country uses a unique number. ITFS is available in international locations. Some countries may not accept new orders and some may not accept portability orders.

(e) Dial-out - An operator or the moderator dials a moderator or participant from the bridge. The moderator will be charged appropriate domestic or international dial-out rates.

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(f) **Dial-me** - A moderator or participant dials himself or herself from CenturyLink Web Conferencing. The moderator will be charged the appropriate domestic or international dial-out rates.

(g) **VoIP (Softphone)** – A moderator or participant has the conference bridge call their computer rather than land line.

2.4 Optional Features. Optional Features are available on request and require an additional fee.

(a) Reservationless, GlobalMeet and Passcode Optional Features:

(i) **Audio Recording** – The moderator presses touchtone telephone commands to begin recording the call. The moderator presses touchtone commands again to stop recording the call. Additional line in conference per minute charge applies. The recording is provided as a .wav or mp3 file that can be downloaded and hosted by Customer or as a CD sent via normal delivery (U.S. mail) to mailing address for the account holder.

(ii) **Remote Replay** – The digital audio recording of a conference can be made available for playback 24 hours a day, 7 days a week, for as long as scheduled. Playback results in a per minute charge for each participant that accesses the recording.

(iii) **Transcription** - Conferences can be transcribed for participants in written format and delivered via email or CD.

(iv) **Custom Greetings** - Custom recordings in lieu of the generic greeting that participants hear when connecting to the conferencing service. Custom recordings may include but not limited to the company name or custom prompts. Available on Reservationless but not GlobalMeet.

(v) **Dedicated Toll & Toll-Free Access Numbers** – Toll and toll free access numbers that are dedicated to Customer, and not shared with other companies. Dedicated numbers are available on Reservationless but not on GlobalMeet.

(b) Web Conferencing Optional Features:

(i) **Web Recording** – A synchronized presentation with audio, public chat, Web tours, application sharing, and annotations included. Web Recording is provided as a Windows Media or Real Audio format file that can be downloaded and hosted by Customer or as a CD sent via normal delivery (U.S. mail) to mailing address for the account holder.

(ii) **Archive Hosting of Replay** – Hosted Replay for 30 days; unlimited playbacks allowed. Can be viewed from within the account and have a forward option and password protection option.

(iii) **Hosting Renewal Option** – Archive hosting may be extended for an additional 30, 60, 90, 180, or 360 days.

(c) Operator Assisted Optional Features:

(i) **Audio Recording** – The operator records the call. Additional line in conference, per minute charge applies. The recording is provided as a .wav or mp3 file that can be downloaded and hosted by Customer or as a CD sent via normal delivery (U.S. mail) to mailing address for the account holder.

(ii) **Remote Replay** – The digital audio recording of a conference can be made available for playback, 24 hours a day, 7 days a week, for as long as required. Playback results in a per minute charge for each participant that accesses the recording.

(iii) **No Show Fee** – A per-line charge for lines that were reserved but not used. Allows for leeway of 10% of total reserved ports/ “no-shows” per call. No Shows are calculated as follows: Reserved Ports (minus) Maximum Concurrent Participant Ports (minus) Contracted Leeway (i.e.; free unused ports) = Billable Unused Participant Ports (“No Shows”).

(iv) **Participant List** – A list of the names of the participants that attended the conference call.

(v) **Operator Dial-out** – Allows the operator to access an outside line to call a new participant and either place the participant into the conference or disconnect the participant.

(d) Event Optional Features include the Operator Assisted Optional Features in addition to the following:

(i) **Event Auditorium:**

a. **Click and Join** – Online entry into Auditorium conferencing (captures participant list).

b. **Remote Replay Custom IVR** – The set-up charge for the first menu on an interactive voice response system for a participant to hear a replay. There are additional charges for additional menus.

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- c. Communication Line** – An additional operator is on a private line with a representative of the moderator. The operator and representative can communicate about the number of participants, what participants to let in the call, and other details of the call. Additional Communication Lines may be added as required.
- d. Host Controls** - Web based moderator controls that allow the moderator to:
- i. Send private instructions to the operator or other support team members.
 - ii. View who has joined the audio portion of an event call.
 - iii. Screen and prioritize the queue during question and answer sessions.
 - iv. View immediate tabulations of surveys conducted during the call.
- e. Basic RSVP Set Up** (Web-based) - The set up of a web system that allows participants to register for Event and Investor Relations calls asking a standard set of questions. It includes creation of participant confirmation emails, and question ordering and the use of Customer logo on the website.
- f. Basic RSVP** (up to 10 questions) - The use of the Basic RSVP system when a participant registers for an Event or Investor Relations call.
- g. Enhanced RSVP** (up to 20 questions) - The use of the Enhanced or Custom RSVP system when a participant registers for an Event or Investor Relations call
- h. Phone RSVP support** (in addition to Basic or Enhanced) - The ability for a participant to register for an Event or Investor Relations call using the telephone. Must be used in conjunction with Basic or Enhanced RSVP per-use fee.
- i. RSVP Reports** (CenturyLink provided) - A report containing the registration information of participants using RSVP services
- j. Real Time RSVP Reporting** (Web-based) - A web system to view the registration information of participants using RSVP services
- k. Broadcast E-Mail** – The ability to email participants before or after the call
- l. Broadcast Fax** – The ability to fax participants before or after the call.
- m. Broadcast Voice** – The ability to call participants with a recorded message before or after the call.
- n. Dedicated Dial-in Numbers** – Toll and toll free access numbers that are dedicated to Customer, and not shared with other companies.
- o. Polling Merge Report** (CenturyLink provided) - Merging responses from a polling session during the Event or Investor Relations call with the participant information
- p. File Hosting** – Unlimited downloads of the Polling Merge and / or Real Time RSVP reports
- q. Translations** – Conference can be translated into most foreign languages with 24-hour advance notice
- r. Transcription** - Conferences can be transcribed for participants in written format and delivered via email or CD.
- s. Operator Stand-by** - An additional operator who provides assistance for lost callers and/or participant assistance for callers entering incorrect passcodes.
- t. Presentation Management** - Specialist coordinates rehearsals and provides presentation coaching and feedback.
- u. A la Carte Event Production Services** – Any additional training or rehearsal sessions needed in conjunction with preparation for an Event Call.
- v. Creative Services** - To design physical collateral for Customers to enhance an Event call.
- w. Product Fulfillment** - A per packet charge for producing a collection of presentation materials associated with a conference Event.
- x. Assembly/Modification** - A per page charge for the collating and altering of the fulfillment packet associated with a conference Event.

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y. Event Basic Reports - Basic Event Reports is the pricing for a basic utilization report that captures all of the participants that dial into the replay.

z. Event Production

- i. Event Content – Event consultants assist with materials that will be utilized as part of an event conference.
- ii. Expedite Fee – a fee charged for Event Production orders provided outside of the 15 days notice to schedule
- iii. After-hours Support - Weekdays After 9pm and before 9am EST, weekends & holidays
- iv. Event Reschedule Before Rehearsal – a customer charge if the event is rescheduled prior to the rehearsal.
- v. Event Reschedule After Rehearsal - a customer charge if the event is rescheduled after the rehearsal.
- vi. Event Cancel Before Rehearsal – a customer charge if the event is cancelled prior to the rehearsal.
- vii. Event Cancel After Rehearsal - a customer charge if the event is cancelled after the rehearsal.
- viii. Event Recording Support – a scheduled session with customer participants and speakers intended to record a session for future use. Includes assembly of the call, editing and coordination with Audio Production.

(ii) Event Audio Optional Features include Event Auditorium Optional Features in addition to the following:

- a. **Pre-Recording Session** – A call may be recorded ahead of time and then be played into the live conference for participants. Speakers may attend the live call to answer questions during Q&A.
- b. **Custom Hold Music** – Customer may choose music to be heard by the participants while they wait on hold for the conference to begin.

3. Term. The term of this Exhibit will begin on the Effective Date of the Agreement (or, if applicable, an amendment to the Agreement if Customer adds this Exhibit after the Effective Date of the Agreement) and will continue until the expiration or cancellation of the last to expire (or cancel) Service ordered under this Exhibit.

4. Charges. As applicable, Customer will pay the rates, Net Rates, and all other charges set forth in the Pricing Appendix C to Contract DIR-TSO-4271 or Purchase Order. Customer will be charged for Service when Customer uses the Service. The rates do not include costs associated with local access. The Net Rates will be used to calculate Contributory Charges.