



Appendix 3 to Framework agreement

PROCEDURES TERMS AND CONDITIONS FOR ISSUING ASSIGNMENTS

Agreement no: LEIA 22-09

RGS content

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1 Agreement terms and conditions for the ASSIGNMENT AGREEMENTS

Call offs under the Framework Agreement shall be made under the terms of one of the following agreements as decided by Customer:

	Agreement	Attachement
OSA	Operational Services Agreement (OSA) - Agreement governing the operation and maintenance and servicing of software and equipment	A
Template Call-Off form	Call-off form for library games	B
SSA-O	Research and Development Agreement - Agreement governing research and development work to be performed by a Consultant	C (Part 1 and 2)

1.1 Procedures for call-offs

For all suppliers there is a mandatory call-off for the Operational Services Agreement as the first assignment of the agreement.

Call-offs for *new library games* shall be handled according to the following process:

- LEIA will arrange a mini competition on behalf of LEIA or the LEIA lottery/lotteries requesting a library game(s).
- The mini competition will be forwarded in writing to all the Suppliers under this agreement with information and instructions for the relevant competition.
- LEIA may through this mini competition select one or several library game(s) from one or several Supplier(s) to be put on the roadmap for localization and launch to the LEIA lottery's market.
- The criteria for deciding which library game(s) to be put on the roadmap for localization and launch to the LEIA lottery's market will be based on the quality of the response. Examples of relevant conditions in this regard may be, but is not limited to;
 - a. Suitability to LEIA's concrete business goals
 - b. The capacity of the Supplier
 - c. The performance of the Suppliers game(s) already in production
 - d. Revenue share percentage per library game(s)
 - e. Other commercial considerations related to LEIA's operation and business.
- Each of the lotteries will hold minimum two business review meetings per year with each Supplier. In the business review meetings, the lottery will present their market developments, the general performance of the games in their markets, details of the performance of the Suppliers games and the LEIA lottery's strategy, priorities and needs for the coming period.

LEIA will file a Call-off form for the agreed games with each supplier after each meeting according to the process above.

For Call-offs for *custom development*, the following process shall apply:

- LEIA will arrange a mini competition on behalf of LEIA or the LEIA lottery requesting custom development.
- The mini competition will be sent out to the Suppliers that have included the Option to this agreement.
- The criteria for deciding which Supplier to select will be based on the quality of the response relative to the requirements in the mini competition and the price.

LEIA will file a Call off to the winning Supplier using mainly the Research and Development agreement attached hereto as Attachment C part 1 and 2.

1.2 Operational Services Agreement (OSA)

Delivery, operation, and maintenance of games shall be done under the terms of the Operational Services Agreement according to the following principles:

1. The Parties shall sign the OSA (SSA-D) at the same time as the Framework Agreement.
2. Upon subsequent call offs of games in Supplier's Game Portfolio such games shall be delivered under the terms of the OSA, and to the extent applicable, the terms of the Framework Agreement. A list of operating games shall be attached to Appendix 2 of the OSA and shall be kept up to date by Supplier.

The OSA is attached hereto as attachment A.

1.3 Template for call-off of library games

If the Customer wants to order new games from the Suppliers game catalogue the template attached as Appendix 3 attachment B shall be used.

1.4 Research and Development agreement (SSA-O)

If Customer requires the Supplier's to develop new games or other deliverables, such new games or deliverables shall be developed under SSA-O as instructed by the Customer in each call off. After acceptance from Customer (i.e., at delivery date) the developed game shall be included in the list of games in OSA and operated in accordance with the provisions therein.

SSA-O including the list of Appendices is attached hereto as attachment C Part 1 and 2.

Customer will complete the SSA-O, including its appendices in connection with issuing a call off based on these agreements. Such drafting may include amendments and changes in the provisions of the contract that are not material but deemed necessary by Customer for the call off.

Other SSA templates *may* be relevant for some projects, but this will be informed in the mini competition.

1.5 Attachments

The following attachments are part of this Appendix 3:

Attachment A: OSA

Attachment B: Template for Call-offs library games

Attachment C: SSA-O Part 1 and 2