



Flexera One Product-Specific Terms

1. **License Metrics.** The license metrics applicable to each Product within the Flexera One platform are defined in the table below and further described in Attachment 1.

Metric	Definition
Cloud Instance	Any provisioned or dynamically allocated virtualized compute environment within a cloud infrastructure service. Depending on the deployment architecture, Cloud Instances may include, but are not limited to, infrastructure instances (IaaS), managed platform instances (PaaS), serverless instances (on-demand compute). Cloud Instances may also be referred to as "Servers" in the Product or in Flexera quotes.
Device	Any physical or virtual Client, Server, or Container for which any function is performed using a Product, including but not limited to inventorying, scanning, installing, updating, or migrating any computer program or data file; or scanning, monitoring, tracking, or reporting on the status or history of any software or hardware components or licenses on or used by the Device. Client is any Device other than a Server or Container. Container is an actively running instance of a container image in Customer's systems. A container image is a ready-to-run software package containing everything needed to run an application, including any runtime it requires, application and system libraries, and default configurations. Ten (10) Containers is equal to one (1) Server. Server is any Device running a server operating system.
Spend Under Management	The total cost reflected in each Bill Source ingested or processed by, or connected to, a specific Product, calculated on an unamortized, as-incurred basis (without smoothing or spreading of prepayments, committed-use, or reserved-capacity purchases), before deduction of any credits, discounts, or refunds, and inclusive of taxes, support charges, and all other cost line items appearing in the Bill Source. Bill Source means a unique source of cost data that is ingested or processed by, or connected to, a Product. Bill Sources may include public cloud infrastructure service billing data, SaaS invoice data, or any other data that is connected to and processed by a Product on a one time or recurring basis. Bill Sources also include usage, consumption, or cost data made available by a provider of AI models, AI applications, or related services (whether by invoice, usage or cost report, administrative console export, or application programming interface), regardless of whether such data reflects invoiced charges or consumption valued at the provider's applicable rates.
User	An individual or digital identity (e.g., an employee, consultant, contingent worker, service account, bot, or AI agent) that is assigned or consumes a license, seat, or entitlement in a software, software-as-a-service, or other service measured by the Product.

2. **License Measurement and Compliance.**

2.1. **Measurement of Devices, Cloud Instances, and Users.**

- The number of Clients required to be licensed is the highest number of Clients at any point in time.
- The number of Servers required to be licensed is the highest number of Servers at any point in time.
- The number of Containers required to be licensed is the average total daily Containers over a trailing ninety (90) day period.
- The number of Cloud Instances required to be licensed is the highest daily total number of Cloud Instances.
- The number of Users required to be licensed is the highest number of Users at any point in time.

2.2. **Measurement of Spend Under Management.** Spend Under Management is calculated on a running (cumulative) aggregate basis during each Subscription Term year.

- **Currency.** Where a Bill Source is denominated in a currency other than USD, it is converted to USD at the rate published by Flexera's FX source on the applicable measurement date.
- **Bill Source Measurement.** Except as otherwise expressly provided for a Product, Spend Under Management is determined based on the applicable Bill Source data processed by the applicable Product and excludes license-based charges measured under Flexera One SaaS Management if Customer is separately licensed for Flexera One SaaS Management. Where a Bill Source reports consumption (including tokens, requests, credits, or similar consumption units) rather than invoiced charges, Spend Under Management for that Bill Source is the cost of such consumption (i) as reported by the Bill Source or (ii) where the Bill Source reports consumption volumes only, as calculated by Flexera by applying the provider's then-current published rates to such consumption, in each case measured as consumed. Prepayments, prepaid credits, and commitments purchased from a provider are not separately counted as Spend Under Management; consumption drawn against such prepayments, prepaid credits, or commitments is counted as consumed.
- **De-Duplication (DCI).** Where the same underlying charge is reflected in both a Bill Source connected to CCO (including as a cloud marketplace line item) and a Bill Source connected to DCI, that charge is counted once, in DCI, and is excluded from CCO's Spend Under Management. For clarity, underlying cloud infrastructure consumed by a data-cloud platform (including compute and storage appearing in a Bill Source connected to CCO) is distinct from the data-cloud platform charge and is not excluded by this provision. This de-duplication applies only where the relevant native Bill Source is connected to DCI and takes effect prospectively from the date of that connection. It applies to each measurement of CCO's Spend Under Management on or after that date and does not retroactively reduce, credit, or adjust any CCO fee or committed Spend Under Management for the then-current Subscription term.

2.3. **Overages and True-Up.**

- **Overages.** Customer will at all times maintain a License Level equal to or greater than its actual usage as measured under the applicable Product-Specific Terms. If during the Subscription Term Customer's usage exceeds its License Level (an "**Overage**"), Customer will, via a new



Order, correct the Overage within thirty (30) days by purchasing additional licenses in the quantity or tier sufficient to cover its usage through the remainder of the Subscription Term. If Customer does not correct the Overage within that period, Flexera may suspend Customer's use of the affected Product on fifteen (15) days' prior notice and will use commercially reasonable efforts to restore normal service promptly upon remediation of the Overage. Customer will (i) permit Flexera to access and view Customer's instance(s) and (ii) provide all information reasonably required to verify compliance with the License Level, which may take the form of a certification.

- Annual True-Up Review. On each anniversary of the Subscription Term the parties will meet to review Customer's actual license measurement, determined in accordance with the applicable Product-Specific Terms, against the then-current License Level. If the actual measurement is higher, Customer will, via a new Order, increase its License Level within thirty (30) days by purchasing additional licenses in the quantity or tier sufficient to cover its usage through the remainder of the Subscription Term. Additional licenses will be priced at the committed rates in the applicable Order or, if none, Flexera's rates then in effect. The License Level may not be reduced below the License Level in effect for the preceding year.



Attachment 1 – Applicable License Metrics

Each Product is licensed on the metric(s) listed for it in the tables below. If more than one metric is listed for a Product, each metric is counted independently.

License Metrics at a Glance

License Metric	What It Measures	How It Is Counted
Clients	Each client device (any Device that is not a Server or Container)	Highest number at any point in time
Cloud Instances	Each virtual machine providing compute in a cloud infrastructure service	Highest daily total
Containers	Each actively running container instance; ten (10) Containers = one (1) Server	Average daily total over a trailing 90-day period
Servers	Each Device running a server operating system	Highest number at any point in time
Spend Under Management	Total cost reflected in each Bill Source ingested or processed by the Product	Running aggregate per Subscription Term year
Users	Each individual or digital identity that is assigned or consumes a license, seat, or entitlement in a measured service	Highest number at any point in time

The table above is provided for convenience only. Sections 1 and 2 above control in the event of any conflict.

Applicable License Metrics by Offering

Product Offering	Applicable License Metric(s)
IT Visibility (ITV)	
Technopedia	Clients; Servers
IT Visibility with Technology Intelligence	Clients; Servers; Containers
IT Asset Management (ITAM)	
IT Asset Management Standard	Clients; Servers; Containers
Cloud License Management (CLM)	Cloud Instances
Flexera One Select for IBM	Clients; Servers; Containers
SaaS Management	
Flexera One SaaS Management (FOSM)	Users
Cloud Management / FinOps	
Cloud Cost Optimization (CCO)	Spend Under Management
Cloud Cost Optimization – Private Cloud	Servers
Cloud Sustainability	Spend Under Management
Cloud Migration & Modernization (CMM)	Servers
Foundation (Continuous)	Servers
Cloudscape (Continuous)	Servers
Data Cloud Insights (DCI)	Spend Under Management
Multi-Solution Bundles*	
IT Asset Management Advanced	Clients; Servers; Containers; Users
IT Asset Management Enterprise	Clients; Servers; Containers; Users
IT Visibility with Technology Intelligence & Asset Management Advanced	Clients; Servers; Containers; Users
IT Visibility with Technology Intelligence & Asset Management Enterprise	Clients; Servers; Containers; Users
Flexera One Enterprise	Clients; Servers; Containers; Users; Spend Under Management

Effective October 15, 2026



Multi-Solution Bundles

The bundles identified above with an asterisk () are composed of the offerings described below. The metrics shown for each bundle reflect the combined entitlements of the included offerings.*

Multi-Solution Bundle	Included Offerings
IT Asset Management Advanced	ITAM Standard; Flexera One SaaS Management
IT Asset Management Enterprise	ITAM Standard; Flexera One SaaS Management; AppBroker**; AppPortal**
IT Visibility with Technology Intelligence & Asset Management Advanced	IT Visibility with Technology Intelligence; ITAM Standard; Flexera One SaaS Management
IT Visibility with Technology Intelligence & Asset Management Enterprise	IT Visibility with Technology Intelligence; ITAM Standard; Flexera One SaaS Management; AppBroker**; AppPortal**
Flexera One Enterprise	IT Visibility with Technology Intelligence; ITAM Standard; Flexera One SaaS Management; Cloud Cost Optimization; Cloudscape (continuous); SBOM Management

****AppBroker and AppPortal are Software and not SaaS as each is defined in the Agreement.**