



**Terms and Conditions for Payment of  
Contracted IMTLazarus Licenses  
2026**

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# Terms and Conditions for Payment of Contracted IMTLazarus Licenses

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# Terms and Conditions for Payment of Contracted IMTLazarus Licenses

## Definitions

- **Activation:** Effective date of the IMTLazarus license. Determines the start of service availability.
- **Conditions:** Terms of use required to fulfill payment for the contracted licenses.
- **Contracting:** Approval of the service associated with the contracted licenses. It is always assigned specifically to the client/school.
- **Discount:** Amount that must mandatorily be transferred to the client/school.
- **Commercial Margin:** Amount representing the difference between the final cost charged to the client/school and the amount agreed upon with the Partner.
- **Model:** Set of terms and conditions of the service.
- **Period:** Date range that determines the terms of activation.

## General Conditions

Based on the distribution agreement with the Partner, specifically the clause regarding license fees and billing model, a commercial margin of up to 35% is applied depending on the type of license, without any modification to the contracting terms, provided that no additional specific conditions are established.

## Specific Conditions According to the Contracting Model

All IMTLazarus licenses are contracted for a minimum period of one (1) year. Two models are offered, which determine the different payment options and deferrals for contracting:

- a) **Academic Year Model:** Based on the duration of the school year in each country.
- b) **Calendar Days Model:** Based on the effective date of the license contract and its expiration date after twelve (12) months.

### Academic Year Model

In the case of the academic year contracting model through prepayment, this is the preferred model and benefits from payment terms and conditions for contracted licenses that offer greater flexibility. Under this model, it is possible to contract in advance or request activation once the academic year has already begun.

In this regard, it is necessary to differentiate between the activation period scenarios for new contracts and the activation period for early renewals. Each case is detailed below:

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## Activation Period for New Contracts

We distinguish between two periods. The first runs from December 1 to February 28 (2nd academic term), and the second from March 1 to May 31 (3rd academic term). Each period is detailed below:

### From December 1 to February 28 (2nd Academic Term)

- If 70% of the amount of the contracted licenses is paid, the licenses will be extended until August 31 of the current academic year, equivalent to a **30% discount**. (advance contracting).
- If 150% of the amount of the contracted licenses is paid, the licenses will be extended until August 31 of the following academic year, equivalent to a **50% discount** on the current academic year. (contracting during the validity period of the academic year).

### From March 1 to May 31 (3rd Academic Term)

- If 50% of the amount of the contracted licenses is paid, the licenses will be extended until August 31 of the current academic year, equivalent to a **50% discount**. (advance contracting).
- If 130% of the amount of the contracted licenses is paid, the licenses will be extended until August 31 of the following academic year, equivalent to a **70% discount** on the current academic year. (contracting during the validity period of the academic year).

## Activation Period for Early Renewals

We distinguish between two periods. The first runs from May 1 to June 30, and the second from July 1 to July 31. Each period is detailed below:

### From May 1 to June 30

- Regarding the amount of the contracted licenses, if the client opts to contract for the next academic year, they may choose **between a 10% discount or a 5% increase** in the Partner's margin/discount.

### From July 1 to July 31

- Regarding the amount of the contracted licenses, if the client opts to contract

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for the next academic year, a 5% discount will be applied.

Any discount will only apply provided that the transactions involve more than 250 devices per school/institution. Both new registrations and renewals must be processed within a single procedure. Any subsequent variation or adjustment will require a separate process and, therefore, the contracted licenses will be subject to the general contracting terms.

For both new contracts and renewals, deferred payment is possible (not applicable in cases where discounts are applied).

It is important to note that if a contract is made applying discounts (excluding distributor margin increases) and the school/institution makes payment for 100% of the licenses, the obtained discount must mandatorily be communicated in writing to the school/institution.

If the discount is not communicated to the school/institution, IMTLazarus reserves the right to charge that discount amount to the Partner. In the event of repeated occurrences, the Partner will lose the right to benefit from these conditions in the future.

Additionally, for a Partner to qualify for either of the two (2) renewal discount modalities, they must renew a minimum volume equivalent to 60% of the total contracted licenses.

Finally, regarding groups of schools that have a special pricing agreement, early renewals of the corresponding licenses must be paid before July 31.

## Possibility of Deferred Payment

For both new contracts and renewals, deferred payment is possible (not applicable in cases of additional discounts). To qualify, 30% of the total amount of the contracted licenses must be paid before July 29, and the remaining 70% must be settled before October 9.

## Calendar Days Model

In the case of contracting under the calendar days model, only prepayment at the beginning of the contract term is contemplated, and these conditions are strict. In this regard, the calendar days model does not offer additional options and is not subject to deferred payment conditions. Under this model, a commercial margin of up to 30% may be applied.

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## Special Conditions

The standard commercial margin does NOT apply to licenses with special pricing based on volume, multi-year agreements, or groups of educational institutions. These licenses are negotiated separately and explicitly.

For volume-based transactions, the distributor’s commercial margin is 20%, with an additional 5% or 10% potentially applicable according to the following tiers, based on the previous year’s billing:

Tier	Previous Year Billing	Additional Commercial Margin
Tier 1	More than 50.000 €	5%
Tier 2	More than 100.000 €	10%

These additional tiers are not cumulative. In any case, such tiers will only apply to opportunities that have been developed and led directly by the Partner.

## Additional Conditions

The following sections are covered under the additional conditions:

- Payment methods.
- License interruption.
- Definition of multi-year discounts.
- Return of contracted licenses.
- Early adjustment of contracted licenses.
- Consolidation of orders when expanding licenses for active projects.
- Validity and modifications of the payment terms and conditions.

Each of the aforementioned sections is detailed below.

### Payment Methods

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Two payment methods are available for contracting IMTLazarus licenses:

- Bank transfer.
- Card payment. This payment method is available exclusively through the IMTLazarus provider portal.

## License Interruption

All contracted licenses are automatically deactivated on the license expiration date.

## Definition of Multi-Year Discounts

The applicable multi-year discounts are as follows:

Validity Period	Applicable Discount
2 years	10%
3 years	15%
4 years	18%

These discounts are conditional upon prior payment and must mandatorily be passed on to the client/school.

Additionally, these discounts are not compatible with discounts applied to new license contracts.

For multi-year license contracting operations, the distributor’s commercial margin is 20%, with an additional 5% or 10% potentially applicable according to the following tiers, based on the previous year’s billing:

Tier	Facturación año anterior	Additional Commercial Margin
Tier 1	More than 50.000 €	5%
Tier 2	More than 100.000 €	10%

These additional tiers are not cumulative. In any case, such tiers will only apply to opportunities that have been developed and led directly by the Partner.

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## Return of Contracted Licenses

According to our policy, active contracted licenses are non-refundable and are instead reserved for future license renewals, unless otherwise agreed with the Partner. These adjustments are made at the time of renewal.

## Early Adjustment of Contracted Licenses

There is a possibility to make an early adjustment to contracted licenses during the months of June, July, and August. Downward adjustments may account for up to a maximum of 20% of the volume of licenses contracted for that client/school. To carry out such an adjustment, the deadline is set as November 1, with reassignment only allowed in certain cases subject to prior approval by IMTLazarus.

## Consolidation of Orders for License Expansions on Active Projects

Two submission methods are distinguished for license activation operations involving small unit quantities (fewer than 50 licenses added to an existing order):

1. By email to the IMTLazarus administration account.
2. Purchase order through the provider portal.

The terms for consolidating license expansions on active projects are as follows:

- The time interval between orders is eight (8) calendar days.
- The total percentage of license expansion during the current month, with respect to the active project, must be less than fifteen percent (15%).
- IMTLazarus reserves the right to deny the consolidation of expansion orders if misuse is detected.

The billing process is as follows:

1. **Order Consolidation**, defined as a single invoice issued at the end of the month, where the same conditions as the existing active order apply. The invoice is issued in arrears within the first 10 days of the following month. Each purchase order is itemized

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separately within the final invoice. For purchase orders involving quantities greater than 50 licenses, invoicing will follow the standard procedure unless such consolidation is accepted or approved by IMTLazarus.

2. **On-demand invoicing** under standard conditions.

Additionally, it is established that all licenses expanded under active projects become effective on the date of the purchase order.

## Validity and Modifications of the Payment Terms and Conditions

These payment terms and conditions remain in effect from May 2026 until further notice by IMTLazarus.

Likewise, IMTLazarus reserves the right to modify these terms and conditions at any time. Any changes implemented to these terms and conditions that may affect Partners will be communicated with due diligence on the IMTLazarus website and by email.

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