

**Henry Schein Thrive
Practice Recovery Program (TPRP)
Legal Terms and Conditions**

	Solution/Product	Details	Solution/Product Term																																						
1	Recovery Pricing Plan	Up to 30% discounts on select brands and items. Shipment of product may be delayed due to manufacturer availability. Henry Schein, Inc. reserves the right to cancel backorders due to manufacturer scarcity and to allocate quantity amongst customers. Products sold for professional use only and not for resale. May be combined with other discounts; some exclusions may apply.	5/1/20 – 8/1/20 (inclusive)																																						
2	Recovery Kit (if purchased)	<p>“Kit 1” (Recovery Kits purchased on or before June 5) includes at least the following items and quantity (kit contents and brands may vary, with minimum value of \$1,500 based on current vendor list price):</p> <table border="1" data-bbox="500 569 1107 850"> <thead> <tr> <th>Product</th> <th>Quantity (individual pieces)</th> </tr> </thead> <tbody> <tr><td>Surgical Face Masks (level 2)</td><td>300</td></tr> <tr><td>Respirators (N95 and KN95)</td><td>150</td></tr> <tr><td>Disposable Face Shields</td><td>120</td></tr> <tr><td>Chair Covers</td><td>225</td></tr> <tr><td>Cover Film</td><td>1200</td></tr> <tr><td>Water Test Kit</td><td>4</td></tr> <tr><td>Waterline Cleaner</td><td>100</td></tr> <tr><td>Hand Sanitizer</td><td>48oz</td></tr> <tr><td>IR Thermometer</td><td>1</td></tr> </tbody> </table> <p>“Kit 2” (Recovery Kits purchased on or after June 6) includes at least the following items and quantity (kit contents and brands may vary, with minimum value of \$1,500 based on current vendor list price):</p> <table border="1" data-bbox="500 934 1107 1190"> <thead> <tr> <th>Product</th> <th>Quantity (individual pieces)</th> </tr> </thead> <tbody> <tr><td>Surgical Face Masks (level 2)</td><td>300</td></tr> <tr><td>Respirators (N95)</td><td>150</td></tr> <tr><td>Disposable Face Shields</td><td>120</td></tr> <tr><td>Chair Covers</td><td>225</td></tr> <tr><td>Cover Film</td><td>1200</td></tr> <tr><td>Water Test Kit</td><td>4</td></tr> <tr><td>Waterline Cleaner</td><td>100</td></tr> <tr><td>Hand Sanitizer</td><td>48oz</td></tr> </tbody> </table> <p>If TPRP including Recovery Kit purchased on or before June 5, 2020, shipment of kit expected on or before June 19, 2020. For TPRP including kit purchased after June 5, 2020, kit shipment expected on or before the later of July 31, 2020 or two (2) weeks after TPRP purchase (for kit purchases after June 20, 2020, date of shipment may change). Kit contents not returnable or refundable.</p>	Product	Quantity (individual pieces)	Surgical Face Masks (level 2)	300	Respirators (N95 and KN95)	150	Disposable Face Shields	120	Chair Covers	225	Cover Film	1200	Water Test Kit	4	Waterline Cleaner	100	Hand Sanitizer	48oz	IR Thermometer	1	Product	Quantity (individual pieces)	Surgical Face Masks (level 2)	300	Respirators (N95)	150	Disposable Face Shields	120	Chair Covers	225	Cover Film	1200	Water Test Kit	4	Waterline Cleaner	100	Hand Sanitizer	48oz	Orders submitted on or before 8/1/20
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3	Flexible Financial Solutions – Merchandise	Payment options for new merchandise purchases up to \$100,000. Customer's choice of two options: (1) Payment due net 90 days at 1.99% interest rate or (2) Six monthly payments at 3.99% interest rate. Subject to credit approval. Subject to separate terms and conditions.	Agreements signed within 90 days after TPRP purchase																																						
4	Flexible Financial Solutions - Equipment	Payment options for new equipment purchases. Minimum \$5,000 new equipment purchase. One-half point off standard interest rate through Henry Schein Financial Services (HSFS). Customer's choice of three options: (1) No payments for first six months and equal monthly payments for remaining financing period, with 3-7 year financing (at customer's choice). or (2) \$99 monthly payments for nine months and equal monthly payments for remaining financing period (60-72 months, at customer's choice). or (3) No payments in first six months, \$99 payments for next six months and equal monthly payments for remaining 48 months (60 month total financing period). Subject to credit approval. Subject to separate terms and conditions.	Agreements signed within 90 days after TPRP purchase																																						
5	Remote Practice Reopening Service + Emergency Labor	Practice reopening service is remote. Live phone queue/Technical Advisor available 8am to 8pm (EST), M-F.	90 days from TPRP purchase																																						

		<p>Initial 20-25 minute remote practice reopening call with Henry Schein Technical Advisor.</p> <p>Emergency labor is in-person visits after remote Technical Advisor has not been able to resolve issue (as determined by Henry Schein, Inc.). Up to four (4) hours of labor and arrival fees (during total program) to address covered emergencies included for such visits during the TPRP period.</p> <p>“Emergency” defined as:</p> <ul style="list-style-type: none"> ▪ No air to all treatment rooms. ▪ No suction to all treatment rooms. ▪ No functioning method of sterilization. ▪ Major water leak that cannot be terminated at valve shut off. ▪ No functioning x-ray units in all treatment rooms. <p>Initial calls may be completed via audio-only call or FaceTime (at customer’s preference), must be scheduled in advance and are subject to scheduling/availability.</p> <p>Kits/parts not included.</p> <p>For digital impressioning and digital restoration (DI/DR) or high-tech products, customer should call regular support team.</p> <p>In-office visits subject to scheduling/ availability.</p>	
6	Demandforce, Dentrix Patient Engage, Lighthouse, or Sesame Communications + Virtual Waiting Room	<p>Customer chooses one of these solutions.</p> <p>Three month subscription.</p> <p>New users of solutions only (except Virtual Waiting Room, see below).</p> <p>Subject to execution of Henry Schein One Electronic Commerce Services Terms and Conditions.</p> <p>Virtual Waiting Room is supplemental to chosen solution above, and provides documentation and other resources teaching practice in use of above solution for a virtual waiting room.</p> <p>Virtual Waiting Room can be added to current users of Demandforce, Dentrix Patient Engage, Lighthouse, or Sesame Communications.</p>	Implementation up to 60 days after TPRP purchase, 3-month subscription
7	WebMD + Vitals.com Enhanced Profile	<p>One per TPRP purchase.</p> <p>Separate executed agreement required.</p> <p>Provided by third-party vendor.</p> <p>Additional profiles per TPRP / office available.</p> <p>Three month subscription.</p>	Implementation up to 60 days after TPRP purchase, 3-month subscription
8	Online Bill Pay	<p>Online patient bill pay solution.</p> <p>Three month subscription.</p> <p>Requires Dentrix G7.3.1 or later.</p> <p>Subject to execution of Henry Schein One Electronic Commerce Services Terms and Conditions.</p>	Implementation up to 60 days after TPRP purchase, 3-month subscription
9	Online Booking	<p>Online appointment solution that enables existing and new patients to schedule appointments without interaction with staff.</p> <p>Three month subscription.</p> <p>Requires Dentrix G6.6 or later.</p> <p>Subject to execution of Henry Schein One Electronic Commerce Services Terms and Conditions.</p>	Implementation up to 60 days after TPRP purchase, 3-month subscription
10	COVID-19 Lease Advisory Call	<p>Review of dental office lease (if any) for options during the crisis, identify problem areas, identify hidden risks, and flag critical action dates.</p> <p>One time service for one lease for one office.</p> <p>Provided by third-party vendor.</p> <p>One advisory call included per TPRP purchase.</p> <p>Additional optional lease negotiation services available at additional charge from vendor (with separate executed agreement required).</p>	90 days from TPRP purchase
11	COVID-19 Resource Center	<p>Web-based solution available 24/7.</p>	90 days from TPRP purchase
12	Dental Resource Center	<p>Web-based solution available 24/7.</p> <p>Three month subscription.</p> <p>Subject to separate terms and conditions.</p>	Implementation up to 60 days after TPRP purchase, 3-month subscription
13	Shipping Included	<p>Standard shipping included on all merchandise orders above \$199. Large equipment, non-stock fee, hazardous fees, fuel surcharges, and expedited shipping not included.</p> <p>Customers in Alaska or Hawaii not eligible for this benefit (note: may be included in certain member’s Thrive Platform Membership).</p>	90 days from TPRP purchase
14	Practice Recovery Planner	<p>Practice Recovery Planner to help identify closure impact and customized strategies to recover.</p> <p>Web-based solution available 24/7.</p>	90 days from TPRP purchase

DENTAL

15	Henry Schein Practice Analysis (HSPA)	Henry Schein Practice Analysis, using practice management and market information to identify solutions to meet business goals. Subject to scheduling/ availability for Henry Schein Sales Consultant.	90 days from TPRP purchase
16	Patient Re-Engagement Program	E-mail and social media marketing campaigns directed at patient re-engagement. May require participation of customer, including providing of information, access to customer's computer, and other systems. Customer responsible for legal compliance. Provided by third-party vendor.	Implementation up to 60 days after TPRP purchase, 3-month subscription

OTHER DETAILS:

1. TPRP only valid for dental private and group practices up to and including 19 offices. Private and group practices with 20 or over offices, community health centers, federal entities, hospital based dental clinics, primary and dental assisting schools, and correctional facilities are not eligible.
2. "Complete Program" includes all line items above. "Solutions Only Program" includes all line items above except for Recovery Kit.
3. Neither Henry Schein, Inc. nor Henry Schein Financial Services is a bank and neither represents itself as such, nor conducts banking activities. Henry Schein, Inc. and/or Henry Schein Financial Services may receive a marketing fee from the vendor for product/services purchased.
4. All sales hereunder subject to Henry Schein, Inc.'s standard terms of sale in effect at time of order, available at www.henryschein.com/us-en/dental/LegalTerms.aspx.
5. Customer office address(es) as shown on purchase document (quote, order form, etc). Each TPRP purchase applies to only one office. Additional offices will require their own TPRP purchase.
6. Each software solution's 3-month subscription period begins at implementation, but no later than sixty days following execution of TPRP purchase document (unless due to Henry Schein, Inc. delay). Subscription months are consecutive.
7. Purchase of the TPRP is not refundable or changeable once customer has executed TPRP purchase document.
8. Customer is required to comply with all applicable federal and state laws and regulations, specifically including, but not limited to, the federal anti-kickback law, 42 U.S.C. Section 1320a-7b(b), and any similar applicable state laws. Customer may be obligated to report and provide information concerning any discounts, rebates, or other price reductions provided under this Agreement. Customer must claim the benefit of these discounts in the fiscal year in which the discounts are earned, or the following year. By purchasing the Henry Schein Thrive Practice Recovery Program, Customer acknowledges its legal obligations to fully and accurately report the discounts and/or other price reductions received under this program. Customer should retain its TPRP purchase documents and any other documentation of discounts or other price reductions and make such information available to federal or state health care programs or other payers upon request.
9. The parties agree that in carrying out their duties and responsibilities under the Henry Schein Thrive Practice Recovery Program, they will neither undertake nor cause nor permit to be undertaken, any activity which either is illegal under any applicable laws, decrees, rules, or regulations.
10. The monthly payment amounts for purchase of either the TPRP "complete program" or "solutions only program" are not eligible for rebates or in calculation towards minimum purchase under any separate agreement between customer and Henry Schein, Inc. or its affiliates.
11. Where the TPRP includes options, once a solution is chosen, that option cannot be changed during the TPRP period.
12. For solutions (excluding Recovery Pricing Plan, Recovery Kit, and Shipping Included line items above), an appropriate Henry Schein, Inc. or Henry Schein One, LLC representative will contact customer regarding purchase options for such solutions after expiration of customer's TPRP period.
13. Price for the "complete program" TPRP is \$999 if purchased on or before June 19, and \$1,199 if purchased on or after June 20, 2020, plus three monthly payments of \$349. Price for the "solutions only program" TPRP is three monthly payments of \$349. For both programs, first monthly payment will be invoiced on TPRP purchase date, and two remaining monthly payments invoiced one and two months thereafter. For "complete program", the additional payment (\$999 or \$1,199, as the case may be) will be invoiced on date of shipment of Recovery Kit. All payments due 90 days after invoice. (See below regarding certain current Thrive Membership Platform customers).
14. For current Thrive Membership Platform members as of May 1, 2020, the price for each monthly payment in each of the TPRP "complete program" and "solutions only program" shall be \$299, with no change to other pricing and payment provisions in Section 13 above.
15. Henry Schein, Inc. has the right to suspend or cancel sale of the TPRP at any time. Any suspension or cancellation of sale of the TPRP will not impact prior TPRP purchasers.

(d13/June 5, 2020)