

Micro-Deposit Verification Opt-Out Acknowledgment

This Acknowledgment is hereby incorporated into, made a part of, and subject to the terms and conditions of the Procore Pay Solution Payor Supplemental Terms (the "Supplemental Terms"), which are incorporated into the Procore Subscription and Services Agreement, Master Services Agreement, or any equivalent agreement between you and Procore ("Agreement"). This Acknowledgment is effective upon the date of Customer's execution hereof ("**Effective Date**").

1. Opt-Out Election and Assumption of Verification Responsibility. Customer elects to opt out of the micro-deposit verification procedure included in the Procore Pay Solution (the "Micro-Deposit Verification") (the "Opt-Out Election"). Upon the Effective Date, Customer assumes sole responsibility for independently verifying the accuracy of all Payee bank account information, including routing numbers and account numbers, prior to submitting any payment instruction. Customer represents and warrants that it maintains commercially reasonable procedures to verify Payee identity and bank account information outside of the Procore Pay Solution.

2. Acknowledgment of Increased Risk. Customer acknowledges that the Opt-Out Election materially increases the risk of erroneous or misdirected payment instructions resulting from unverified Payee bank account information. Customer's indemnification obligations under the Supplemental Terms apply with full force to all claims, damages, losses, liabilities, and expenses arising from payment instructions submitted while this Opt-Out Election is in effect, including those that Micro-Deposit Verification could have identified or prevented. For the avoidance of doubt, nothing in this Acknowledgment limits Procore's indemnification obligations under the Supplemental Terms for losses resulting from Procore's failure to accurately effectuate a payment instruction in accordance with Customer's instructions.

3. Right to Reinstate. Procore reserves the right, in its sole discretion, to require Customer to resume Micro-Deposit Verification for all Payees. Procore will provide not less than thirty (30) days' advance written notice prior to reinstatement; provided, however, that Procore may reinstate Micro-Deposit Verification immediately and without prior notice if Procore reasonably believes such action is necessary to prevent fraud or comply with applicable law or payment system rules. Upon the effective date of reinstatement, this Acknowledgment and the Opt-Out Election terminate automatically, and Customer must complete Micro-Deposit Verification in accordance with Procore's then-current procedures prior to submitting payment instructions to any new Payee added after the effective date of reinstatement.

4. Survival. Sections 1, 2, and 4 of this Acknowledgment survive termination or expiration of the Opt-Out Election, the Supplemental Terms, or the Agreement with respect to any payment instruction submitted while the Opt-Out Election was in effect.