

Pricing Terms and Conditions – Rugby World Cup 2023

ITV Commercial (a division of ITV Broadcasting Limited) (“**ITV**”) is giving advertisers the opportunity to benefit from the certainty and ceiling of an upfront fixed base price (“**Tournament Station Price**” or “**TSP**”) for Airtime booked against Men ABC1 in and around the linear broadcast of Rugby World Cup 2023 tournament matches on ITV1 and ITV4 (“**RWC 2023 Airtime**”), subject to the terms and conditions set out below (“**Pricing Terms**”) and the standard ITV airtime trading terms and conditions for 2023 (available at: <https://www.itvmedia.co.uk/trading-terms-conditions/itv-airtime-terms-and-conditions>).

Capitalised terms used but not defined in these Pricing Terms shall have the same meaning as defined in the Glossary of Airtime Contract Terms (available at: <https://www.itvmedia.co.uk/legal/glossary2023>).

ITV may revise these Pricing Terms at any time by amending this page. Buyers should check this page from time to time to take notice of any such changes.

1. Access to RWC 2023 Airtime and the opportunity to purchase such RWC 2023 Airtime at TSP (“**RWC Opportunity**”) shall be subject to availability and ITV’s need to avoid overtrading and to meet any pre-existing contractual commitments.
2. In order to be eligible to participate in the RWC Opportunity, the Buyer must:
 - (a) be party to a written agreement with ITV for the purchase of Airtime on ITV1 and/or ITV4 (as applicable) for a specified period in 2023, which must cover the month of September 2023 and/or October 2023 (as applicable), including without limitation any Deal Agreement or Booking Agreement, as determined by ITV (“**Existing Agreement**”); and
 - (b) formally commit to make Client-backed spend on RWC 2023 Airtime in September 2023 and/or October 2023 (as applicable) on ITV1 and/or ITV4 (as applicable).
3. Without prejudice to the generality of ITV’s rights of approval under the Buyer’s Existing Agreement, the RWC Opportunity shall not be available to ITV’s competitors and Sportsbook advertisers.
4. The RWC Opportunity is subject to the Buyer making the Booking by the applicable ABD. Should the Buyer wish to make a Booking after the ABD, ITV will, subject to capacity, procure that the ITV Broadcasters (in respect of ITV1) and/or ITV2 Limited (in respect of ITV4) shall accept such Bookings. Unless otherwise agreed, the ABD for September 2023 is on 4 July 2023 and for October 2023 is on 1 August 2023.
5. Subject to clause 6 below, the prices in respect of Campaigns booked against Men ABC1 in RWC 2023 Airtime shall be determined as follows:
 - (a) the Tournament Station Price for RWC 2023 Airtime in September 2023 will be set at the applicable Station Price for Airtime on ITV1 and ITV4 as at September 2003, and will be applied to RWC 2023 Airtime Campaigns in September 2023;
 - (b) the Tournament Station Price for RWC 2023 Airtime in October 2023 will be set at the applicable Station Price for Airtime on ITV1 and ITV4 as at October 2003, and will be applied to RWC 2023 Airtime Campaigns in October 2023;and
 - (c) the pricing discounts or premiums (if any) set out in the Buyer’s Existing Agreement as well as Time-Length factors (where applicable) will then be applied to the applicable Tournament Station Price.

By way of example only:

- For a Campaign booked by a Buyer against Men ABC1 in RWC 2023 Airtime on ITV1 in September 2023 involving Advertisement Copy of 30 seconds in length: (a) the applicable TSP would be the BSP for ITV1 Airtime as at September 2003; and (b) assuming for the purposes of this example only that such Buyer’s Existing Agreement provides for a price of -10% vs BSP

for ITV1 Airtime, such discount would then be applied to the TSB. So the applicable pricing in this example would be -10% vs TSP.

- For a Campaign booked by a Buyer against Men ABC1 in RWC 2023 Airtime on ITV4 in October 2023 involving Advertisement Copy of 30 seconds in length: (a) the applicable TSP would be the CBBCPT for ITV4 Airtime as at October 2003; and (b) assuming for the purposes of this example only that such Buyer's Existing Agreement provides for a price of +5% vs CBBCPT for ITV4 Airtime, such premium would then be applied to the TSB. So the applicable pricing in this example would be +5% vs TSP.
6. Should the actual Station Price for RWC 2023 Airtime fall below the TSP, then the actual Station Price will be applied to the Buyer's Campaign(s), with additional Airtime value to be taken in-tournament in accordance with the deal agreed between the parties.
 7. The incentive pricing mechanic set out in these Pricing Terms is made available based on the understanding that it is applied to a specific tournament and will not be available for other periods, and it does not form part of the Buyer's protected contract(s). Any subsequent purchases of Airtime shall be subject to the pricing as set out in the Existing Agreement or any new Airtime agreement (as applicable), or shall be subject to pricing at Market Rate.
 8. All RWC 2023 Airtime booked by the Buyer in accordance with these Pricing Terms shall be deemed to have been delivered by ITV in accordance with the Airtime Commitments (if any) set out in the Buyer's Existing Agreement.
 9. Any spend made by the Buyer on RWC 2023 Airtime in accordance with these Pricing Terms shall be counted towards achieving the applicable Share of Broadcast and/or volume commitments (if any) made under the Buyer's Existing Agreement.
 10. Any terms agreed as part of the Buyer's Existing Agreement in respect of Airtime Credits and reconciliation (including without limitation clause 6 of the Deal Conditions) shall apply to RWC 2023 Airtime, save that Airtime Credits shall be calculated based on prices applied in accordance with these Pricing Terms.
 11. These RWC Pricing Terms shall apply to the purchase of RWC 2023 Airtime only and shall not apply to any other advertising on ITV channels or platforms. Save as amended by these Pricing Terms (which amendments shall for the avoidance of doubt include the terms of clause 5 above), the Buyer's Existing Agreement shall continue in full force and effect.
 12. The RWC Opportunity shall be subject at all times to any laws, regulations, codes, rules, guidance or similar which are applicable to ITV and/or the Buyer.
 13. These Pricing Terms and any dispute or claim arising out of or in connection with them or their subject matter or formation (including any non-contractual disputes or claims) shall be governed by and construed in accordance with English law and the parties hereby irrevocably submit to the exclusive jurisdiction of the English courts.
 14. **Nothing in these Pricing Terms shall be deemed to constitute a legal offer.**