

ADDENDUM AGREEMENT TERMS AND CONDITIONS

This Addendum Agreement is made on the Effective Date, by and between OculusIT and Client.

- WHEREAS, OculusIT and Client entered into a Master License and Services Agreement (“MLSA”), to provide Services;
- WHEREAS, OculusIT and Client have entered into agreements as listed under “Agreements Amended” in the Addendum Agreement Details and;
- WHEREAS, OculusIT and Client desire to amend all the agreements listed under Agreements Amended in the Addendum Agreement Details;
- NOW, THEREFORE, in consideration of the foregoing promises and mutual covenants set forth herein and for other good and valuable consideration, the sufficiency of which is expressly acknowledged, the parties agree as follows:

1. AMENDMENT OF AGREEMENTS:

(a) Amendment of Agreements. This Addendum Agreement shall amend and supersede the specific terms and conditions of the Agreements Amended as set forth herein. All other terms and conditions of the Agreements Amended shall remain in full force and effect and are incorporated herein.

By executing this Addendum Agreement, Client is agreeing to the scope of work, terms and fees for the Agreements Amended as outlined in the respective Schedules referenced in the Addendum Agreement Details.

(b) Conflicting Terms. In the event there is any conflict between any terms or conditions of this Addendum Agreement and the terms or conditions of the Agreements Amended, the terms and conditions of this Addendum Agreement shall prevail.

(c) Fees. Client shall pay all initial and recurring Fees in U.S. Dollars (USD). Initial Fees are payable 30 days from the Effective Date as listed under the Addendum Agreement Details. Recurring Fees are due on the anniversary date of the applicable schedule as listed under the Addendum Agreement Details. For the Agreements Amended, the Initial Fees will, if applicable, reflect an annual escalation in compliance with the “Annual Percent Increase Reference in MLSA” referenced in the Addendum Agreement Details.

For the Agreements Amended, the Recurring Fees are subject to an annual percent increase in compliance with the Annual Percent Increase Reference in MLSA” referenced in the Addendum Agreement Details.