

RENEWAL TERM FOR THE MASTER LICENSE AGREEMENT 91086

This Renewal Term ("Renewal") is made effective as of June 19, 2018, between the University System of Maryland, on behalf of Maryland Education Enterprise Consortium ("USM/MEEC") and Skillsoft Corporation ("Contractor").

WHEREAS, Contractor and USM/MEEC entered into a Master Agreement 91086 dated June 27, 2013 (the "Agreement"); and

WHEREAS, Contractor and USM/MEEC desires to modify the terms and conditions of the Agreement; and

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, the parties hereto agree as follows:

1. Section 4.1. The parties hereby agree to modify Section 4.1 to extend the term of the Agreement. Section 4.1 is amended to read as follows:

The term of this Agreement shall commence on the date of execution of this Agreement by USM/MEEC and continue through June 30, 2023 unless otherwise terminated as provided in this Agreement or as a matter of law.

2. Replace the RFP USM-91086 Pricing Proposal For E-Learning Products tables and the tables in Appendix A (collectively the "Tables"). The parties agree to remove all Tables and replace them with the pricing tables set forth in Exhibit A to this Renewal.

IN WITNESS WHEREOF, the parties have executed the Renewal as of the date first set forth above.

University System of Maryland,
on behalf of Maryland Education Enterprise Consortium

Skillsoft Corporation

By:



By:



Name:

Robert L. Caret

Name:

Melissa Talty

Title:

Chancellor

Title:

Manager, Revenue & Royalties

Date:

July 9, 2018

Date:

July 10, 2018

**Exhibit A
PRICING TABLES FOR EXTENSION**

Contractor will allow a Customer purchasing under the Renewal to lock in pricing at a flat rate for a multi-year deal, at the price point set forth on the date of purchase, so long as USM/MEEC is committed for that period of time under the Renewal.

*Please contact Skillsoft directly for purchases under the 200 license minimum.

Product Name	Product Description	Audience Level	Price Per User				
			Year 1	Year 2	Year 3	Option-Year 4	Option-Year 5
Full Courseware	IT, Business, and Productivity & Collaboration Courseware Solution	1,000-4,999	\$10.27	\$10.48	\$10.68	\$10.90	\$11.12
		5,000-7,499	\$8.27	\$8.44	\$8.60	\$8.78	\$8.95
		7,500-9,999	\$7.36	\$7.51	\$7.66	\$7.81	\$7.97
		10,000,19,999	\$5.53	\$5.64	\$5.75	\$5.87	\$5.99
		20,000-29,999	\$3.94	\$4.02	\$4.10	\$4.18	\$4.26
		30,000-39,999	\$3.31	\$3.38	\$3.44	\$3.51	\$3.58
		40,000-49,999	\$2.99	\$3.05	\$3.11	\$3.17	\$3.24
		50,000	\$2.80	\$2.86	\$2.91	\$2.97	\$3.03

Individual Licenses (minimum of 200*)	Year 1	Year 2	Year 3	Option-Year 4	Option-Year 5
		\$17.45	\$17.80	\$18.15	\$18.52

Product Name	Product Description	Audience Level	Price Per User				
			Year 1	Year 2	Year 3	Option-Year 4	Option-Year 5
IT, Business, and Productivity & Collaboration Courseware Solution *PLUS* online books	IT, Business, and Productivity & Collaboration Courseware Solution *PLUS* online books	1,000-4,999	\$32.48	\$33.13	\$33.79	\$34.47	\$35.16
		5,000-7,499	\$13.88	\$14.16	\$14.44	\$14.73	\$15.02
		7,500-9,999	\$10.19	\$10.39	\$10.60	\$10.81	\$11.03
		10,000,19,999	\$8.16	\$8.32	\$8.49	\$8.66	\$8.83
		20,000-29,999	\$5.43	\$5.54	\$5.65	\$5.76	\$5.88
		30,000-39,999	\$4.52	\$4.61	\$4.70	\$4.80	\$4.89
		40,000-49,999	\$4.09	\$4.17	\$4.26	\$4.34	\$4.43
		50,000	\$3.80	\$3.88	\$3.95	\$4.03	\$4.11

Individual Licenses (minimum of 200*)	Year 1	Year 2	Year 3	Option-Year 4	Option-Year 5
		\$104.41	\$106.50	\$108.63	\$110.80

Product Name	Product Description	Audience Level	Price Per User				
			Year 1	Year 2	Year 3	Option-Year 4	Option-Year 5
Leadership Channel & Books Summaries	Online Leadership Development vidoes and Online Books Summaries	1,000-4,999	\$6.48	\$6.61	\$6.74	\$6.88	\$7.01
		5,000-7,499	\$3.55	\$3.62	\$3.69	\$3.77	\$3.84
		7,500-9,999	\$2.70	\$2.75	\$2.81	\$2.87	\$2.92
		10,000,19,999	\$2.09	\$2.13	\$2.17	\$2.22	\$2.26
		20,000-29,999	\$1.18	\$1.20	\$1.23	\$1.25	\$1.28
		30,000-39,999	\$0.90	\$0.92	\$0.94	\$0.96	\$0.97
		40,000-49,999	\$0.74	\$0.75	\$0.77	\$0.79	\$0.80
		50,000	\$0.66	\$0.67	\$0.69	\$0.70	\$0.71

Individual Licenses (minimum of 200*)	Year 1	Year 2	Year 3	Option-Year 4	Option-Year 5
	\$50.06	\$51.06	\$52.08	\$53.12	\$54.19

Product Name	Product Description	Audience Level	Price Per User				
			Year 1**	Year 2	Year 3	Option-Year 4	Option-Year 5
Skillsoft Leadership Development Program	Targeted Leadership Development Solution	1,000-4,999	\$11.82	\$12.06	\$12.30	\$12.54	\$12.79
		5,000-7,499	\$4.99	\$5.09	\$5.19	\$5.30	\$5.40
		7,500-9,999	\$4.19	\$4.27	\$4.36	\$4.45	\$4.54
		10,000,19,999	\$3.77	\$3.85	\$3.92	\$4.00	\$4.08
		20,000-29,999	\$2.81	\$2.87	\$2.92	\$2.98	\$3.04
		30,000-39,999	\$2.48	\$2.53	\$2.58	\$2.63	\$2.68
		40,000-49,999	\$2.31	\$2.36	\$2.40	\$2.45	\$2.50
		50,000	\$2.22	\$2.26	\$2.31	\$2.36	\$2.40

Individual Licenses (minimum of 200*)	Year 1	Year 2	Year 3	Option-Year 4	Option-Year 5
	\$48.78	\$49.76	\$50.75	\$51.77	\$52.80

**Skillsoft Leadership Advantage 3.0 can be purchased at the same price as Skillsoft Leadership Development Program for Year 1 ONLY.

			Price Per User				
Product Name	Product Description	Audience Level	Year 1	Year 2	Year 3	Option-Year 4	Option-Year 5
Legal Compliance Collection	Legal Compliance Courses	1,000-4,999	\$10.41	\$10.62	\$10.83	\$11.05	\$11.27
		5,000-7,499	\$3.80	\$3.88	\$3.95	\$4.03	\$4.11
		7,500-9,999	\$2.93	\$2.99	\$3.05	\$3.11	\$3.17
		10,000,19,999	\$2.42	\$2.47	\$2.52	\$2.57	\$2.62
		20,000-29,999	\$1.58	\$1.61	\$1.64	\$1.68	\$1.71
		30,000-39,999	\$1.29	\$1.32	\$1.34	\$1.37	\$1.40
		40,000-49,999	\$1.15	\$1.17	\$1.20	\$1.22	\$1.24
		50,000	\$1.06	\$1.08	\$1.10	\$1.12	\$1.15

Individual Licenses (minimum of 200*)	Year 1	Year 2	Year 3	Option-Year 4	Option-Year 5
	\$60.09	\$61.29	\$62.52	\$63.77	\$65.04

			Price Per User				
Product Name	Product Description	Audience Level	Year 1	Year 2	Year 3	Option-Year 4	Option-Year 5
Environmental, Health & Safety Collection	Environmental, Health & Safety Courses	1,000-4,999	\$15.65	\$15.96	\$16.28	\$16.61	\$16.94
		5,000-7,499	\$6.70	\$6.83	\$6.97	\$7.11	\$7.25
		7,500-9,999	\$5.33	\$5.44	\$5.55	\$5.66	\$5.77
		10,000,19,999	\$4.15	\$4.23	\$4.32	\$4.40	\$4.49
		20,000-29,999	\$2.52	\$2.57	\$2.62	\$2.67	\$2.73
		30,000-39,999	\$1.97	\$2.01	\$2.05	\$2.09	\$2.13
		40,000-49,999	\$1.70	\$1.73	\$1.77	\$1.80	\$1.84
		50,000	\$1.53	\$1.56	\$1.59	\$1.62	\$1.66

Individual Licenses (minimum of 200*)	Year 1	Year 2	Year 3	Option-Year 4	Option-Year 5
	\$92.30	\$94.15	\$96.03	\$97.95	\$99.91

		Price Per User				
Product Name	Product Description	Year 1	Year 2	Year 3	Option-Year 4	Option-Year 5
Skillstudio	Skillsoft Authoring Tool for up to 4 developers	\$5,000.00	\$5,000.00	\$5,000.00	\$5,000.00	\$5,000.00

There is a one-time \$4,000.00 fee for SkillStudio training for up to 4 developers.

There is a \$500.00 fee for training each additional developer beyond the initial 4 developers.