

	State of South Carolina Participating Addendum Amendment # 1	Contract Number : 4400032672
		Date : 02/14/2024 Procurement Officer : Yolanda Cohen Phone : 803-737-9854 E-Mail Address : ycohen@mimo.sc.gov Address : 1201 Main St Suite 600 Columbia SC 29201

DESCRIPTION: **NASPO ValuePoint Cooperative Purchasing Program**

USING GOVERNMENTAL UNIT: **State Term Contract**

CONTRACTOR'S NAME AND ADDRESS: **Pure Storage Inc.**
650 Castro St Suite 400
Mountain View, CA 94041

TYPE OF CHANGE:

- Change to Contract Scope of Work
- Change to Contract Pricing Pursuant to Existing Contract Clause.
Clause Name _____ . Clause No. _____
- Administrative Change to Contract (such as changes in paying office, name of Agency Contract Administrator, etc.)
- Other Change

IMPORTANT NOTICE:

Change Order: Contractor is required to sign this document and return 1 copy to the procurement officer named above by the following date: **02/16/2024**.

Contract Modification: Contractor is required to acknowledge receipt of this document in writing by the following date: _____ . Contractor does not indicate agreement with change simply by acknowledging receipt.

DESCRIPTION OF CHANGE / MODIFICATION:

Section 50: Lease Agreements of the Participating Addendum between **Pure Storage, Inc.** and the State of South Carolina which includes the above referenced Contract Number, is hereby amended by deleting Section 43 in its entirety and replacing it with the following:

Lease Agreements:

Local public procurement units that have the authority, may finance their purchase through a lease purchase agreement with Contractor or their designee. If financing is through a lease purchase agreement, that agreement is separate from this Addendum and between Contractor or their designee and the Participating Entity or Purchasing Entity.

Any/all State Agency leasing will be handled through the South Carolina Leasing Hardware State Term Contract. Contract information can be found at:

<https://procurement.sc.gov/contracts/search?v=12294-9918-0-0>

Lease & Purchasers Agreements:

- ***State Agencies:** State agencies will either Purchase or Lease under this Participating Addendum. **Ontario Investments Inc.** is the only approved leasing source for the State of South Carolina & provides financing for this contract. No other lease/purchase agreements will be allowed under this Participating Addendum.*
- *No other lease / purchase agreement(s) will be allowed under this Participating Addendum unless a new contract is awarded.*

Ontario Investments, Inc. ("Master Lessor") and the Information Technology Management Office, an agency of the State of South Carolina ("Master Lessee") have entered into a Master Equipment Lease Agreement and state contract **4400033431** dated as of February 7, 2024 (the "Master Lease") under which lessees will from time-to-time lease equipment (the "Equipment") sold by Contractor to Using Government Unit under the agreement referenced above (the "Purchase Agreement") from Master Lessor, its successors or assigns, under a lease schedule incorporating the terms of the Master Lease (a "Lease"). The Using Government Unit to whom Equipment is to be delivered under the Purchase Agreement is herein called the "Lessee."

For purposes of removing doubt as to the intention of the parties and to clearly delineate certain rights with respect to the Purchase Agreement the following is added to the Purchase Agreement superseding any contrary language therein:

1. It is the express intention of all parties that the Equipment shall be sold to and owned by the Lessee and that each Lease constitute a financing and not a true lease for legal tax and other purposes.

2. Solely as a convenience to the parties. Master Lessor may issue purchase orders to you on behalf of a Lessee, and you shall send your Invoice to Master Lessor. Showing Lessee as purchaser. Nothing in such purchase order or any other documentation executed in connection with the Master Lease, or any Lease obligates Master Lessor to you or relieves the Lessee of its obligations. If any, under any Purchase Agreement You will look solely to the Lessee for all performance under the Purchase Agreement.

3. Master Lessor has agreed with Lessee to make payments for certain items of Equipment upon their acceptance by the applicable Lessee, but such agreement is solely for the benefit of Master Lessee and the Lessees and neither you nor any other person is an intended beneficiary.

4. Master Lessee, and each Lessee by accepting Equipment and authorizing Master Lessor to make payment as required under the Purchase Agreement assigns its rights, but not its obligations under the Purchase Agreement to Master Lessor, effective only upon Master Lessor's acquiring ownership of the Equipment either following an Event of Default or upon voluntary transfer of ownership by Lessee at the end of the Lease Term.

5. Master Lessor's rights hereunder and under the Master Lease may be assigned to a bank, financial institution or other person qualified to be Lessor under the Master Lease. You may rely on any notice from Master Lessor as to the identity of such Lessor.

6. Master Lessor is the only entity authorized to lease or finance IT equipment and software products through contracts awarded by Master Lessee to serve as an open-ended public procurement, e.g., a government wide, a statewide term or a multi-agency contract as certified by an officer of Master Lessee.

Except as provided herein, all terms and conditions of the Offer and the Solicitation remain unchanged and remain in full force and effect.

CONTRACTOR'S CERTIFICATE OF CURRENT COST OR PRICING DATA: The Contractor certifies that, to the best of its knowledge and belief, the cost or pricing data (as defined by 48 C.F.R. 2.101) submitted, either actually or by specific identification in writing, by the Contractor to the Procurement Officer in support of this change order are accurate, complete, and current as of the date this change order is signed. [Procurement Officer must initial here WB if Certificate inapplicable to this Change Order] Not Applicable to Pure Storage

(See "Pricing Data – Audit – Inspection" provision.) (Reference § 11-35-1830 & R. 19-445.2120)

SIGNATURE OF PERSON AUTHORIZED TO EXECUTE THIS CHANGE ORDER & CERTIFICATE ON BEHALF OF CONTRACTOR

By: Michael Wiseman
(authorized signature)

Michael Wiseman
(printed name of person signing above)

Its: VP, Americas Public Sector Sales
(title of person signing above)

Date: 02/14/24

SIGNATURE OF PERSON AUTHORIZED TO EXECUTE / ISSUE THIS CHANGE ORDER / CONTRACT MODIFICATION ON BEHALF OF USING GOVERNMENTAL UNIT:

By: Yolanda Cohen
(authorized signature)

Yolanda Cohen
(printed name of person signing above)

Its: Procurement Manager
(title of person signing above)

Date: 2/14/2024